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Form **990**Department of the Treasury  
Internal Revenue Service**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)

The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0047

**2008**

Open to Public Inspection

**A** For the 2008 calendar year, or tax year beginning **JUL 1, 2008** and ending **JUN 30, 2009**

|                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                 |                                                              |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|
| <b>B</b> Check if applicable:<br><input type="checkbox"/> Address change<br><input type="checkbox"/> Name change<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Termination<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Application pending | <b>C</b> Name of organization<br><b>BREAD AND ROSES COMMUNITY FUND</b><br>Doing Business As<br>Number and street (or P.O. box if mail is not delivered to street address) Room/suite<br><b>1500 WALNUT STREET 1305</b><br>City or town, state or country, and ZIP + 4<br><b>PHILADELPHIA, PA 19102</b>          | <b>D</b> Employer identification number<br><b>23-2047297</b> |
|                                                                                                                                                                                                                                                                                                | <b>E</b> Telephone number<br><b>(215) 731-1107</b>                                                                                                                                                                                                                                                              | <b>G</b> Gross receipts \$ <b>1,505,987.</b>                 |
|                                                                                                                                                                                                                                                                                                | <b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br><b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "No," attach a list. (see instructions)<br><b>H(c)</b> Group exemption number |                                                              |
|                                                                                                                                                                                                                                                                                                | <b>F</b> Name and address of principal officer: <b>CASEY COOK</b><br><b>SAME AS C ABOVE</b>                                                                                                                                                                                                                     |                                                              |
| <b>I</b> Tax-exempt status: <input checked="" type="checkbox"/> 501(c) (3) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527                                                                                                                                    |                                                                                                                                                                                                                                                                                                                 |                                                              |
| <b>J</b> Website: <b>WWW.BREADROSESFUND.ORG</b>                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                 |                                                              |
| <b>K</b> Type of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other                                                                                                              |                                                                                                                                                                                                                                                                                                                 |                                                              |
| <b>L</b> Year of formation: <b>1977</b> <b>M</b> State of legal domicile: <b>PA</b>                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                 |                                                              |

**Part I Summary**

| <b>1</b> Briefly describe the organization's mission or most significant activities: <b>SEE SCHEDULE O FOR DETAILS.</b>                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
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| <b>2</b> Check this box <input type="checkbox"/> If the organization discontinued its operations or disposed of more than 25% of its assets. |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>3</b> Number of voting members of the governing body (Part VI, line 1a)                                                                   | <b>3</b> <b>12</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)                                                       | <b>4</b> <b>11</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>5</b> Total number of employees (Part V, line 2a)                                                                                         | <b>5</b> <b>7</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>6</b> Total number of volunteers (estimate if necessary)                                                                                  | <b>6</b> <b>80</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>7a</b> Total gross unrelated business revenue from Part VIII, line 12, column (C)                                                         | <b>7a</b> <b>0.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>b</b> Net unrelated business taxable income from Form 990-T, line 34                                                                      | <b>7b</b> <b>0.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
|                                                                                                                                              | <table border="1"> <thead> <tr> <th></th> <th>Prior Year</th> <th>Current Year</th> </tr> </thead> <tbody> <tr> <td><b>8</b> Contributions and grants (Part VIII, line 1h)</td> <td><b>612,115.</b></td> <td><b>576,615.</b></td> </tr> <tr> <td><b>9</b> Program service revenue (Part VIII, line 2g)</td> <td><b>5,019.</b></td> <td><b>3,911.</b></td> </tr> <tr> <td><b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)</td> <td><b>68,584.</b></td> <td><b>&lt;39,862.&gt;</b></td> </tr> <tr> <td><b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)</td> <td><b>35,578.</b></td> <td><b>16,033.</b></td> </tr> <tr> <td><b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)</td> <td><b>721,296.</b></td> <td><b>556,697.</b></td> </tr> <tr> <td><b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)</td> <td><b>206,426.</b></td> <td><b>209,860.</b></td> </tr> <tr> <td><b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)</td> <td></td> <td></td> </tr> <tr> <td><b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)</td> <td><b>235,316.</b></td> <td><b>227,288.</b></td> </tr> <tr> <td><b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)</td> <td></td> <td></td> </tr> <tr> <td><b>b</b> Total fundraising expenses (Part IX, column (D), line 25) <b>157,826.</b></td> <td></td> <td></td> </tr> <tr> <td><b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)</td> <td><b>257,219.</b></td> <td><b>288,998.</b></td> </tr> <tr> <td><b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)</td> <td><b>698,961.</b></td> <td><b>726,146.</b></td> </tr> <tr> <td><b>19</b> Revenue less expenses. Subtract line 18 from line 12</td> <td><b>22,335.</b></td> <td><b>&lt;169,449.&gt;</b></td> </tr> <tr> <td></td> <td> <table border="1"> <thead> <tr> <th></th> <th>Beginning of Year</th> <th>End of Year</th> </tr> </thead> <tbody> <tr> <td><b>20</b> Total assets (Part X, line 16)</td> <td><b>1,623,660.</b></td> <td><b>1,345,605.</b></td> </tr> <tr> <td><b>21</b> Total liabilities (Part X, line 26)</td> <td><b>149,998.</b></td> <td><b>189,586.</b></td> </tr> <tr> <td><b>22</b> Net assets or fund balances. Subtract line 21 from line 20</td> <td><b>1,473,662.</b></td> <td><b>1,156,019.</b></td> </tr> </tbody> </table> </td> </tr> </tbody> </table> |                         | Prior Year        | Current Year | <b>8</b> Contributions and grants (Part VIII, line 1h) | <b>612,115.</b>   | <b>576,615.</b>   | <b>9</b> Program service revenue (Part VIII, line 2g) | <b>5,019.</b>   | <b>3,911.</b>   | <b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d) | <b>68,584.</b>    | <b>&lt;39,862.&gt;</b> | <b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) | <b>35,578.</b> | <b>16,033.</b> | <b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) | <b>721,296.</b> | <b>556,697.</b> | <b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3) | <b>206,426.</b> | <b>209,860.</b> | <b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) |  |  | <b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) | <b>235,316.</b> | <b>227,288.</b> | <b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) |  |  | <b>b</b> Total fundraising expenses (Part IX, column (D), line 25) <b>157,826.</b> |  |  | <b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f) | <b>257,219.</b> | <b>288,998.</b> | <b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) | <b>698,961.</b> | <b>726,146.</b> | <b>19</b> Revenue less expenses. Subtract line 18 from line 12 | <b>22,335.</b> | <b>&lt;169,449.&gt;</b> |  | <table border="1"> <thead> <tr> <th></th> <th>Beginning of Year</th> <th>End of Year</th> </tr> </thead> <tbody> <tr> <td><b>20</b> Total assets (Part X, line 16)</td> <td><b>1,623,660.</b></td> <td><b>1,345,605.</b></td> </tr> <tr> <td><b>21</b> Total liabilities (Part X, line 26)</td> <td><b>149,998.</b></td> <td><b>189,586.</b></td> </tr> <tr> <td><b>22</b> Net assets or fund balances. Subtract line 21 from line 20</td> <td><b>1,473,662.</b></td> <td><b>1,156,019.</b></td> </tr> </tbody> </table> |  | Beginning of Year | End of Year | <b>20</b> Total assets (Part X, line 16) | <b>1,623,660.</b> | <b>1,345,605.</b> | <b>21</b> Total liabilities (Part X, line 26) | <b>149,998.</b> | <b>189,586.</b> | <b>22</b> Net assets or fund balances. Subtract line 21 from line 20 | <b>1,473,662.</b> | <b>1,156,019.</b> |
|                                                                                                                                              | Prior Year                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Current Year            |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>8</b> Contributions and grants (Part VIII, line 1h)                                                                                       | <b>612,115.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>576,615.</b>         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>9</b> Program service revenue (Part VIII, line 2g)                                                                                        | <b>5,019.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | <b>3,911.</b>           |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)                                                                      | <b>68,584.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <b>&lt;39,862.&gt;</b>  |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)                                                           | <b>35,578.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <b>16,033.</b>          |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)                                                 | <b>721,296.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>556,697.</b>         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)                                                                   | <b>206,426.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>209,860.</b>         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)                                                  | <b>235,316.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>227,288.</b>         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>b</b> Total fundraising expenses (Part IX, column (D), line 25) <b>157,826.</b>                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)                                                                       | <b>257,219.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>288,998.</b>         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)                                                          | <b>698,961.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>726,146.</b>         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>19</b> Revenue less expenses. Subtract line 18 from line 12                                                                               | <b>22,335.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <b>&lt;169,449.&gt;</b> |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
|                                                                                                                                              | <table border="1"> <thead> <tr> <th></th> <th>Beginning of Year</th> <th>End of Year</th> </tr> </thead> <tbody> <tr> <td><b>20</b> Total assets (Part X, line 16)</td> <td><b>1,623,660.</b></td> <td><b>1,345,605.</b></td> </tr> <tr> <td><b>21</b> Total liabilities (Part X, line 26)</td> <td><b>149,998.</b></td> <td><b>189,586.</b></td> </tr> <tr> <td><b>22</b> Net assets or fund balances. Subtract line 21 from line 20</td> <td><b>1,473,662.</b></td> <td><b>1,156,019.</b></td> </tr> </tbody> </table>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                         | Beginning of Year | End of Year  | <b>20</b> Total assets (Part X, line 16)               | <b>1,623,660.</b> | <b>1,345,605.</b> | <b>21</b> Total liabilities (Part X, line 26)         | <b>149,998.</b> | <b>189,586.</b> | <b>22</b> Net assets or fund balances. Subtract line 21 from line 20    | <b>1,473,662.</b> | <b>1,156,019.</b>      |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
|                                                                                                                                              | Beginning of Year                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | End of Year             |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>20</b> Total assets (Part X, line 16)                                                                                                     | <b>1,623,660.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>1,345,605.</b>       |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>21</b> Total liabilities (Part X, line 26)                                                                                                | <b>149,998.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>189,586.</b>         |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |
| <b>22</b> Net assets or fund balances. Subtract line 21 from line 20                                                                         | <b>1,473,662.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>1,156,019.</b>       |                   |              |                                                        |                   |                   |                                                       |                 |                 |                                                                         |                   |                        |                                                                                    |                |                |                                                                                              |                 |                 |                                                                            |                 |                 |                                                                         |  |  |                                                                                             |                 |                 |                                                                          |  |  |                                                                                    |  |  |                                                                        |                 |                 |                                                                                     |                 |                 |                                                                |                |                         |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |  |                   |             |                                          |                   |                   |                                               |                 |                 |                                                                      |                   |                   |

**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. |                         |                                                  |                                                                         |
| <b>Sign Here</b><br>Signature of officer<br><b>CASEY COOK, EXECUTIVE DIRECTOR</b><br>Type or print name and title                                                                                                                                                                                                     | Date<br><b>4/6/10</b>   | Preparer's identifying number (see instructions) |                                                                         |
| Paid Preparer's Use Only<br>Preparer's signature<br><b>Marianne Mak</b><br>Firm's name (or yours if self-employed), address, and ZIP + 4<br><b>BBD, LLP</b><br><b>1835 MARKET STREET, 26TH FLOOR</b><br><b>PHILADELPHIA, PA 19103</b>                                                                                 | Date<br><b>4/2/2010</b> | Check if self-employed <input type="checkbox"/>  | Preparer's identifying number (see instructions)<br><b>215-567-7770</b> |

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

g-1522 me

**Part III** Statement of Program Service Accomplishments (see instructions)

- 1 Briefly describe the organization's mission. **SEE SCHEDULE O FOR CONTINUATION**  
**SEE SCHEDULE O FOR DETAILS.**

- 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 exempt purpose achievements for each of the organization's three largest program services 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 \$ 330,277. including grants of \$ 211,807. ) (Revenue \$ )

**GRANTS AND SCHOLARSHIPS-**

**GRANTS TO ORGANIZATIONS WHICH ADVOCATE PROGRESSIVE SOCIAL CHANGE AND SCHOLARSHIPS TO QUALIFIED INDIVIDUALS.**

4b (Code: ) (Expenses \$ 213,804. including grants of \$ ) (Revenue \$ 3,911. )

**PROGRAM AND EDUCATION FOR VARIOUS SOCIAL CHANGE CAUSES INCLUDING AIDS AND HEALTH, ARTS, COMMUNITY ORGANIZING, HUMAN RIGHTS AND CIVIL LIBERTIES, LESBIAN AND GAY RIGHTS, WOMEN RIGHTS, WORKERS RIGHTS AND YOUTH EMPLOYMENT.**

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 \$ 544,081. (Must equal Part IX, Line 25, column (B).)

**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)?<br>If "Yes," complete Schedule A.                                                                                                                                               | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 2 Is the organization required to complete Schedule B, Schedule of Contributors?                                                                                                                                                                                                      | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 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.                                                                                               | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II.                                                                                                                                                        | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 5 Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations. Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If "Yes," complete Schedule C, Part III.                                                                              | <input type="checkbox"/>            | <input type="checkbox"/>            |
| 6 Did the organization maintain any donor advised funds or any accounts where 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.                                                  | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 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.                                                                     | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III.                                                                                                                                  | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 9 Did the organization report an amount in Part X, line 21; 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.                                | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 10 Did the organization hold assets in term, permanent, or quasi-endowments? If "Yes," complete Schedule D, Part V.                                                                                                                                                                   | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 11 Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25?<br>If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.                                                                                                                       | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 12 Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? If "Yes," complete Schedule D, Parts XI, XII, and XIII.                                                                 | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 13 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E.                                                                                                                                                                              | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 14a Did the organization maintain an office, employees, or agents outside of the U.S.?                                                                                                                                                                                                | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the U.S.? If "Yes," complete Schedule F, Part I.                                                                     | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 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, Part II.                                                                     | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 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, Part III.                                                                         | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 17 Did the organization report more than \$15,000 on Part IX, column (A), line 11e? If "Yes," complete Schedule G, Part I.                                                                                                                                                            | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 18 Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II.                                                                                                                                                        | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 19 Did the organization report more than \$15,000 on Part VIII, line 9a? If "Yes," complete Schedule G, Part III.                                                                                                                                                                     | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 20 Did the organization operate one or more hospitals? If "Yes," complete Schedule H.                                                                                                                                                                                                 | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 21 Did the organization report more than \$5,000 on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II.                                                                                                                                                       | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 22 Did the organization report more than \$5,000 on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III.                                                                                                                                                      | <input checked="" type="checkbox"/> | <input type="checkbox"/>            |
| 23 Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? If "Yes," complete Schedule J.                                                                                                                                                                     | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 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 questions 24b-24d and complete Schedule K.<br>If "No," go to question 25. | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?                                                                                                                                                                                   | <input type="checkbox"/>            | <input type="checkbox"/>            |
| 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?                                                                                                                                          | <input type="checkbox"/>            | <input type="checkbox"/>            |
| d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?                                                                                                                                                                             | <input type="checkbox"/>            | <input type="checkbox"/>            |
| 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.                                                                                    | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| b Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? If "Yes," complete Schedule L, Part I.                                                                                                         | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II.                                            | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |
| 27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? If "Yes," complete Schedule L, Part III.                                                        | <input type="checkbox"/>            | <input checked="" type="checkbox"/> |

**Part IV Checklist of Required Schedules** (continued)

|                                                                                                                                                                                                                                                                                                                                                    | Yes        | No       |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|----------|
| <b>28</b> During the tax year, did any person who is a current or former officer, director, trustee, or key employee:                                                                                                                                                                                                                              |            |          |
| <b>a</b> Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? If "Yes," complete Schedule L, Part IV | <b>28a</b> | <b>X</b> |
| <b>b</b> Have a family member who had a direct or indirect business relationship with the organization?<br>If "Yes," complete Schedule L, Part IV                                                                                                                                                                                                  | <b>28b</b> | <b>X</b> |
| <b>c</b> Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? If "Yes," complete Schedule L, Part IV                                                                                                                       | <b>28c</b> | <b>X</b> |
| <b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M                                                                                                                                                                                                                                 | <b>29</b>  | <b>X</b> |
| <b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M                                                                                                                                                                 | <b>30</b>  | <b>X</b> |
| <b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations?<br>If "Yes," complete Schedule N, Part I                                                                                                                                                                                                                    | <b>31</b>  | <b>X</b> |
| <b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II                                                                                                                                                                                                     | <b>32</b>  | <b>X</b> |
| <b>33</b> 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                                                                                                                                                     | <b>33</b>  | <b>X</b> |
| <b>34</b> Was the organization related to any tax-exempt or taxable entity?<br>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1                                                                                                                                                                                                     | <b>34</b>  | <b>X</b> |
| <b>35</b> Is any related organization a controlled entity within the meaning of section 512(b)(13)?<br>If "Yes," complete Schedule R, Part V, line 2                                                                                                                                                                                               | <b>35</b>  | <b>X</b> |
| <b>36</b> Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization?<br>If "Yes," complete Schedule R, Part V, line 2                                                                                                                                                              | <b>36</b>  | <b>X</b> |
| <b>37</b> 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                                                                                                            | <b>37</b>  | <b>X</b> |

Form 990 (2008)

**Part V** Statements Regarding Other IRS Filings and Tax Compliance

|                                                                                                                                                                                                                                                                                              |              | Yes | No |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|-----|----|
| <b>1a</b> Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable.                                                                                                                                          | <b>1a</b> 11 |     |    |
| <b>b</b> Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.                                                                                                                                                                                                    | <b>1b</b> 0  |     |    |
| <b>c</b> Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?                                                                                                                            | <b>1c</b>    |     |    |
| <b>2a</b> 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.                                                                                                     | <b>2a</b> 7  |     |    |
| <b>b</b> If at least one is reported on line 2a, did the organization file all required federal employment tax returns?<br><b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this return. (see instructions)                                     | <b>2b</b>    | X   |    |
| <b>3a</b> Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?                                                                                                                                                               | <b>3a</b>    |     | X  |
| <b>b</b> If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.                                                                                                                                                                                   | <b>3b</b>    |     |    |
| <b>4a</b> 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)?                                         | <b>4a</b>    |     | X  |
| <b>b</b> If "Yes," enter the name of the foreign country:<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.                                                                                               |              |     |    |
| <b>5a</b> Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?                                                                                                                                                                              | <b>5a</b>    |     | X  |
| <b>b</b> Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?                                                                                                                                                                    | <b>5b</b>    |     | X  |
| <b>c</b> If "Yes," to question 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?                                                                                                                                | <b>5c</b>    |     |    |
| <b>6a</b> Did the organization solicit any contributions that were not tax deductible?                                                                                                                                                                                                       | <b>6a</b>    |     | X  |
| <b>b</b> If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?                                                                                                                                       | <b>6b</b>    |     |    |
| <b>7 Organizations that may receive deductible contributions under section 170(c).</b>                                                                                                                                                                                                       |              |     |    |
| <b>a</b> Did the organization provide goods or services in exchange for any quid pro quo contribution of more than \$75?                                                                                                                                                                     | <b>7a</b>    |     | X  |
| <b>b</b> If "Yes," did the organization notify the donor of the value of the goods or services provided?                                                                                                                                                                                     | <b>7b</b>    |     |    |
| <b>c</b> Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?                                                                                                                                                | <b>7c</b>    |     | X  |
| <b>d</b> If "Yes," indicate the number of Forms 8282 filed during the year.                                                                                                                                                                                                                  | <b>7d</b>    |     |    |
| <b>e</b> Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                                                                                   | <b>7e</b>    |     | X  |
| <b>f</b> Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                                                                                        | <b>7f</b>    |     | X  |
| <b>g</b> For all contributions of qualified intellectual property, did the organization file Form 8899 as required?                                                                                                                                                                          | <b>7g</b>    |     |    |
| <b>h</b> For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?                                                                                                                                                               | <b>7h</b>    |     |    |
| <b>8 Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year? | <b>8</b>     |     | X  |
| <b>9 Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.</b>                                                                                                                                                                                               |              |     |    |
| <b>a</b> Did the organization make any taxable distributions under section 4966?                                                                                                                                                                                                             | <b>9a</b>    |     | X  |
| <b>b</b> Did the organization make a distribution to a donor, donor advisor, or related person?                                                                                                                                                                                              | <b>9b</b>    |     | X  |
| <b>10 Section 501(c)(7) organizations.</b> Enter: N/A                                                                                                                                                                                                                                        |              |     |    |
| <b>a</b> Initiation fees and capital contributions included on Part VIII, line 12.                                                                                                                                                                                                           | <b>10a</b>   |     |    |
| <b>b</b> Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.                                                                                                                                                                                        | <b>10b</b>   |     |    |
| <b>11 Section 501(c)(12) organizations.</b> Enter: N/A                                                                                                                                                                                                                                       |              |     |    |
| <b>a</b> Gross income from members or shareholders.                                                                                                                                                                                                                                          | <b>11a</b>   |     |    |
| <b>b</b> Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).                                                                                                                                                        | <b>11b</b>   |     |    |
| <b>12a Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?                                                                                                                                                                        | <b>12a</b>   |     |    |
| <b>b</b> If "Yes," enter the amount of tax-exempt interest received or accrued during the year: N/A.                                                                                                                                                                                         | <b>12b</b>   |     |    |

**Part VI Governance, Management, and Disclosure** (Sections A, B, and C request information about policies not required by the Internal Revenue Code.)**Section A. Governing Body and Management**

For each "Yes" response to lines 2-7b below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

|                                                                                                                                                                                                                       | Yes | No |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1a Enter the number of voting members of the governing body                                                                                                                                                           | 12  |    |
| 1b Enter the number of voting members that are independent                                                                                                                                                            | 11  |    |
| 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 organizational documents since the prior Form 990 was filed?                                                                                               |     | X  |
| 5 Did the organization become aware during the year of a material diversion of the organization's assets?                                                                                                             |     | X  |
| 6 Does the organization have members or stockholders?                                                                                                                                                                 |     | X  |
| 7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?                                                                                        |     | X  |
| 7b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?                                                                                                            |     | 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   |    |
| 9a Does the organization have local chapters, branches, or affiliates?                                                                                                                                                |     | X  |
| b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?  |     |    |
| 10 Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990      | X   |    |
| 11 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**

|                                                                                                                                                                                                                                                                                                  | Yes | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 12a Does the organization have a written conflict of interest policy? If "No," go to line 13                                                                                                                                                                                                     | X   |    |
| b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?                                                                                                                                                              | X   |    |
| c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done                                                                                                                                             | X   |    |
| 13 Does the organization have a written whistleblower policy?                                                                                                                                                                                                                                    |     | X  |
| 14 Does 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 or key employees of the organization? 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  |
| b If "Yes," has the organization adopted 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 **PA**

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

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.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **MANAGEMENT - 215-731-1107**  
**1500 WALNUT STREET, SUITE 1305, PHILADELPHIA, PA 19102**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors****Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

1a Complete this table for all persons required to be listed. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and current key employees. Enter 0- in columns (D), (E), and (F) if no compensation was paid.

- 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 the organization did not compensate any officer, director, trustee, or key employee.

| (A)<br>Name and Title                 | (B)<br>Average hours per week | (C)<br>Position (check all that apply) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|---------------------------------------|-------------------------------|----------------------------------------|-----------------------|---------|--------------|------------------------------|--------|----------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                                       |                               | Individual trustee or director         | Institutional trustee | Officer | Key employee | Highest compensated employee | Former |                                                                      |                                                                           |                                                                                               |
| DENISE BROWN<br>CO-CHAIR              | 7.00                          | X                                      |                       | X       |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| TOM SUGRUE<br>CO-CHAIR                | 7.00                          | X                                      |                       | X       |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| ELLEN SOMEKAWA<br>SECRETARY/TREASURER | 7.00                          | X                                      |                       | X       |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| RICHARD BARON<br>BOARD MEMBER         | 4.00                          | X                                      |                       |         |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| GLORIA CASAREZ<br>BOARD MEMBER        | 4.00                          | X                                      |                       |         |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| JETHRO HEIKO<br>BOARD MEMBER          | 4.00                          | X                                      |                       |         |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| ANDY LAMAS<br>BOARD MEMBER            | 4.00                          | X                                      |                       |         |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| ARUN PRABHAKARAN<br>BOARD MEMBER      | 4.00                          | X                                      |                       |         |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| CHRIS RABB<br>BOARD MEMBER            | 4.00                          | X                                      |                       |         |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| AISSIA RICHARDSON<br>BOARD MEMBER     | 4.00                          | X                                      |                       |         |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| JOEL STEIKER<br>BOARD MEMBER          | 4.00                          | X                                      |                       |         |              |                              |        | 0.                                                                   | 0.                                                                        | 0.                                                                                            |
| CASEY COOK<br>EXECUTIVE DIRECTOR      | 40.00                         | X                                      |                       | X       |              |                              |        | 86,660.                                                              | 0.                                                                        | 6,886.                                                                                        |
|                                       |                               |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                                       |                               |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                                       |                               |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                                       |                               |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|                                       |                               |                                        |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |



|                 |                |           |               |
|-----------------|----------------|-----------|---------------|
| <b>1b Total</b> | <b>86,660.</b> | <b>0.</b> | <b>6,886.</b> |
|-----------------|----------------|-----------|---------------|

0

Form 990 (2008)

**Part VIII Statement of Revenue**

|                                                                                                                                         |                                                                                     |                                                                                   | (A)<br>Total revenue | (B)<br>Related or<br>exempt function<br>revenue | (C)<br>Unrelated<br>business<br>revenue | (D)<br>Revenue<br>excluded from<br>tax under<br>sections 512,<br>513, or 514 |
|-----------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|----------------------|-------------------------------------------------|-----------------------------------------|------------------------------------------------------------------------------|
| <b>Contributions, gifts, grants<br/>and other similar amounts</b>                                                                       | 1 a Federated campaigns                                                             | 1a 73,780.                                                                        |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | b Membership dues                                                                   | 1b                                                                                |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | c Fundraising events                                                                | 1c 56,117.                                                                        |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | d Related organizations                                                             | 1d                                                                                |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | e Government grants (contributions)                                                 | 1e                                                                                |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | f All other contributions, gifts, grants, and<br>similar amounts not included above | 1f 446,718.                                                                       |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | g Noncash contributions included in lines 1a-1f \$                                  | 11,483.                                                                           |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | h <b>Total.</b> Add lines 1a-1f                                                     |                                                                                   | 576,615.             |                                                 |                                         |                                                                              |
| <b>Program Service<br/>Revenue</b>                                                                                                      | 2 a <b>ADMINISTRATIVE FEES</b>                                                      | Business Code<br>900099                                                           | 3,911.               | 3,911.                                          |                                         |                                                                              |
|                                                                                                                                         | b                                                                                   |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | c                                                                                   |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | d                                                                                   |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | e                                                                                   |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | f All other program service revenue                                                 |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | g <b>Total.</b> Add lines 2a-2f                                                     |                                                                                   | 3,911.               |                                                 |                                         |                                                                              |
|                                                                                                                                         | <b>Other Revenue</b>                                                                | 3 Investment income (including dividends, interest, and<br>other similar amounts) |                      | 38,029.                                         |                                         |                                                                              |
| 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<br>assets other than inventory                                                                           |                                                                                     | (i) Securities (ii) Other<br>861,549.                                             |                      |                                                 |                                         |                                                                              |
| b Less: cost or other basis<br>and sales expenses                                                                                       |                                                                                     | 939,440.                                                                          |                      |                                                 |                                         |                                                                              |
| c Gain or (loss)                                                                                                                        |                                                                                     | <77,891.>                                                                         |                      |                                                 |                                         |                                                                              |
| d Net gain or (loss)                                                                                                                    |                                                                                     |                                                                                   | <77,891.>            |                                                 |                                         | <77,891.>                                                                    |
| 8 a Gross income from fundraising events (not<br>including \$ 56,117. of<br>contributions reported on line 1c). See<br>Part IV, line 18 |                                                                                     | a 25,883.                                                                         |                      |                                                 |                                         |                                                                              |
| b Less: direct expenses                                                                                                                 |                                                                                     | b 9,850.                                                                          |                      |                                                 |                                         |                                                                              |
| c Net income or (loss) from fundraising events                                                                                          |                                                                                     |                                                                                   | 16,033.              |                                                 |                                         | 16,033.                                                                      |
| 9 a Gross income from gaming activities. See<br>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<br>and allowances                                                                           |                                                                                     | a                                                                                 |                      |                                                 |                                         |                                                                              |
| b Less: cost of goods sold                                                                                                              | b                                                                                   |                                                                                   |                      |                                                 |                                         |                                                                              |
| c Net income or (loss) from sales of inventory                                                                                          |                                                                                     |                                                                                   |                      |                                                 |                                         |                                                                              |
| <b>Miscellaneous Revenue</b>                                                                                                            | 11 a                                                                                | Business Code                                                                     |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | b                                                                                   |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | c                                                                                   |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | d All other revenue                                                                 |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | e <b>Total.</b> Add lines 11a-11d                                                   |                                                                                   |                      |                                                 |                                         |                                                                              |
|                                                                                                                                         | 12 <b>Total Revenue.</b> Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e    |                                                                                   | 556,697.             | 3,911.                                          | 0.                                      | <23,829.>                                                                    |

**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) but are not required to complete columns (B), (C), and (D).

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.                                                                                                                                              | (A)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------------|----------------------------------------|-----------------------------|
| 1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21                                                                                                                             | 189,860.              | 189,860.                        |                                        |                             |
| 2 Grants and other assistance to individuals in the U.S. See Part IV, line 22                                                                                                                                               | 20,000.               | 20,000.                         |                                        |                             |
| 3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16                                                                                                  |                       |                                 |                                        |                             |
| 4 Benefits paid to or for members                                                                                                                                                                                           |                       |                                 |                                        |                             |
| 5 Compensation of current officers, directors, trustees, and key employees                                                                                                                                                  | 87,178.               | 69,744.                         | 8,717.                                 | 8,717.                      |
| 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                                                                                                                                                                                                  | 115,078.              | 79,931.                         | 479.                                   | 34,668.                     |
| 8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)                                                                                                                             | 239.                  |                                 | 106.                                   | 133.                        |
| 9 Other employee benefits                                                                                                                                                                                                   | 9,223.                | 4,203.                          | 1,634.                                 | 3,386.                      |
| 10 Payroll taxes                                                                                                                                                                                                            | 15,570.               | 11,458.                         | 689.                                   | 3,423.                      |
| 11 Fees for services (non-employees)                                                                                                                                                                                        |                       |                                 |                                        |                             |
| a Management                                                                                                                                                                                                                |                       |                                 |                                        |                             |
| b Legal                                                                                                                                                                                                                     | 600.                  |                                 | 600.                                   |                             |
| c Accounting                                                                                                                                                                                                                | 47,477.               | 35,035.                         | 2,069.                                 | 10,373.                     |
| d Lobbying                                                                                                                                                                                                                  |                       |                                 |                                        |                             |
| e Professional fundraising services. See Part IV, line 17                                                                                                                                                                   |                       |                                 |                                        |                             |
| f Investment management fees                                                                                                                                                                                                | 10,951.               | 10,951.                         |                                        |                             |
| g Other                                                                                                                                                                                                                     | 61,920.               | 17,565.                         | 481.                                   | 43,874.                     |
| 12 Advertising and promotion                                                                                                                                                                                                | 21,000.               | 10,500.                         |                                        | 10,500.                     |
| 13 Office expenses                                                                                                                                                                                                          | 51,475.               | 41,621.                         | 5,358.                                 | 4,496.                      |
| 14 Information technology                                                                                                                                                                                                   | 6,467.                | 4,773.                          | 281.                                   | 1,413.                      |
| 15 Royalties                                                                                                                                                                                                                |                       |                                 |                                        |                             |
| 16 Occupancy                                                                                                                                                                                                                | 41,748.               | 31,622.                         | 1,684.                                 | 8,442.                      |
| 17 Travel                                                                                                                                                                                                                   | 2,386.                | 1,348.                          | 765.                                   | 273.                        |
| 18 Payments of travel or entertainment expenses for any federal, state, or local public officials                                                                                                                           |                       |                                 |                                        |                             |
| 19 Conferences, conventions, and meetings                                                                                                                                                                                   | 7,289.                | 5,225.                          | 1,089.                                 | 975.                        |
| 20 Interest                                                                                                                                                                                                                 |                       |                                 |                                        |                             |
| 21 Payments to affiliates                                                                                                                                                                                                   |                       |                                 |                                        |                             |
| 22 Depreciation, depletion, and amortization                                                                                                                                                                                | 2,860.                | 2,110.                          | 125.                                   | 625.                        |
| 23 Insurance                                                                                                                                                                                                                | 3,432.                | 2,532.                          | 150.                                   | 750.                        |
| 24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)                                                    |                       |                                 |                                        |                             |
| a <b>SPECIAL EVENTS NONDIREC</b>                                                                                                                                                                                            | 21,204.               | 0.                              | 0.                                     | 21,204.                     |
| b <b>CAMPAIGN EXPENSE</b>                                                                                                                                                                                                   | 7,831.                | 3,312.                          | 0.                                     | 4,519.                      |
| c <b>GRANTS ADMIN EXPENSES</b>                                                                                                                                                                                              | 1,947.                | 1,947.                          | 0.                                     | 0.                          |
| d                                                                                                                                                                                                                           |                       |                                 |                                        |                             |
| e                                                                                                                                                                                                                           |                       |                                 |                                        |                             |
| f All other expenses                                                                                                                                                                                                        | 411.                  | 344.                            | 12.                                    | 55.                         |
| 25 Total functional expenses. Add lines 1 through 24f                                                                                                                                                                       | 726,146.              | 544,081.                        | 24,239.                                | 157,826.                    |
| 26 Joint Costs. Check here <input type="checkbox"/> if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation |                       |                                 |                                        |                             |

**Part X Balance Sheet**

|                                                                     |                                                                                                                                                                         | (A)<br>Beginning of year |            | (B)<br>End of year |
|---------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|------------|--------------------|
| <b>Assets</b>                                                       | 1 Cash - non-interest bearing                                                                                                                                           | 64,560.                  | 1          | 36,310.            |
|                                                                     | 2 Savings and temporary cash investments                                                                                                                                | 215,256.                 | 2          | 270,651.           |
|                                                                     | 3 Pledges and grants receivable, net                                                                                                                                    | 78,152.                  | 3          | 84,775.            |
|                                                                     | 4 Accounts receivable, net                                                                                                                                              |                          | 4          |                    |
|                                                                     | 5 Receivables from current and former officers, directors, trustees, key employees, or other related parties. Complete Part II of Schedule L                            |                          | 5          |                    |
|                                                                     | 6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L      |                          | 6          |                    |
|                                                                     | 7 Notes and loans receivable, net                                                                                                                                       | 10,000.                  | 7          | 10,000.            |
|                                                                     | 8 Inventories for sale or use                                                                                                                                           |                          | 8          |                    |
|                                                                     | 9 Prepaid expenses and deferred charges                                                                                                                                 | 14,955.                  | 9          | 9,893.             |
|                                                                     | 10a Land, buildings, and equipment: cost basis                                                                                                                          | 33,822.                  |            |                    |
|                                                                     | b Less: accumulated depreciation. Complete Part VI of Schedule D                                                                                                        | 27,332.                  |            |                    |
|                                                                     |                                                                                                                                                                         | 9,350.                   | 10c        | 6,490.             |
|                                                                     | 11 Investments - publicly traded securities                                                                                                                             | 1,199,819.               | 11         | 894,365.           |
|                                                                     | 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                               | 31,568.                                                                                                                                                                 | 15                       | 33,121.    |                    |
| 16 <b>Total assets.</b> Add lines 1 through 15 (must equal line 34) | 1,623,660.                                                                                                                                                              | 16                       | 1,345,605. |                    |
| <b>Liabilities</b>                                                  | 17 Accounts payable and accrued expenses                                                                                                                                | 34,868.                  | 17         | 29,086.            |
|                                                                     | 18 Grants payable                                                                                                                                                       | 115,130.                 | 18         | 160,500.           |
|                                                                     | 19 Deferred revenue                                                                                                                                                     |                          | 19         |                    |
|                                                                     | 20 Tax-exempt bond liabilities                                                                                                                                          |                          | 20         |                    |
|                                                                     | 21 Escrow account liability. Complete Part IV of Schedule D                                                                                                             |                          | 21         |                    |
|                                                                     | 22 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                                                                                                                                    |                          | 24         |                    |
|                                                                     | 25 Other liabilities. Complete Part X of Schedule D                                                                                                                     |                          | 25         |                    |
|                                                                     | 26 <b>Total liabilities.</b> Add lines 17 through 25                                                                                                                    | 149,998.                 | 26         | 189,586.           |
| <b>Net Assets or Fund Balances</b>                                  | Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.                               |                          |            |                    |
|                                                                     | 27 Unrestricted net assets                                                                                                                                              | 537,554.                 | 27         | 413,936.           |
|                                                                     | 28 Temporarily restricted net assets                                                                                                                                    | 905,108.                 | 28         | 711,083.           |
|                                                                     | 29 Permanently restricted net assets                                                                                                                                    | 31,000.                  | 29         | 31,000.            |
|                                                                     | Organizations that do not follow SFAS 117, 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 <b>Total net assets or fund balances</b>                                                                                                                             | 1,473,662.               | 33         | 1,156,019.         |
|                                                                     | 34 <b>Total liabilities and net assets/fund balances</b>                                                                                                                | 1,623,660.               | 34         | 1,345,605.         |

**Part XI Financial Statements and Reporting**

|                                                                                                                                                                                                                             | Yes | No |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1 Accounting method used to prepare the Form 990. <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other                                                                  |     |    |
| 2a Were the organization's financial statements compiled or reviewed by an independent accountant?                                                                                                                          | 2a  | X  |
| b Were the organization's financial statements audited by an independent accountant?                                                                                                                                        | 2b  | X  |
| c If "Yes" to lines 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? | 2c  | 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?                                                                 | 3a  | X  |
| b If "Yes," did the organization undergo the required audit or audits?                                                                                                                                                      | 3b  |    |



**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.)

**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ▶                                                                                                                                                         | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008 | (f) Total |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                                                   | 541,035. | 491,915. | 532,536. | 612,115. | 576,615. | 2754216.  |
| 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 - 3                                                                                                                                                                              | 541,035. | 491,915. | 532,536. | 612,115. | 576,615. | 2754216.  |
| 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) |          |          |          |          |          | 704,992.  |
| 6 Public support. Subtract line 5 from line 4.                                                                                                                                                        |          |          |          |          |          | 2049224.  |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ▶                                                                                    | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008 | (f) Total |
|----------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| 7 Amounts from line 4                                                                                                            | 541,035. | 491,915. | 532,536. | 612,115. | 576,615. | 2754216.  |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | 34,948.  | 47,452.  | 42,335.  | 40,030.  | 38,029.  | 202,794.  |
| 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)                                | 86,363.  | 33,595.  | 5,022.   | 112,608. | 25,883.  | 263,471.  |
| 11 Total support. Add lines 7 through 10                                                                                         |          |          |          |          |          | 3220481.  |
| 12 Gross receipts from related activities, etc. (see instructions)                                                               |          |          |          |          | 12       | 8,930.    |

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 2008 (line 6, column (f) divided by line 11, column (f))                                                                                                                                                                                                                                                                                                       | 14 | 63.63 %                             |
| 15 Public support percentage from 2007 Schedule A, Part IV-A, line 26f                                                                                                                                                                                                                                                                                                                          | 15 | 61.80 %                             |
| 16a 33 1/3% support test - 2008. 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 - 2007. 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 - 2008. 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 - 2007. 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"/>            |

Schedule A (Form 990 or 990-EZ) 2008

**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.)**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ▶                                                                                                                                           | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008 | (f) Total |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| <b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                              |          |          |          |          |          |           |
| <b>2</b> 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       |          |          |          |          |          |           |
| <b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513                                                                                   |          |          |          |          |          |           |
| <b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                                |          |          |          |          |          |           |
| <b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge                                                                        |          |          |          |          |          |           |
| <b>6 Total.</b> Add lines 1 - 5                                                                                                                                                         |          |          |          |          |          |           |
| <b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons                                                                                                      |          |          |          |          |          |           |
| <b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000 |          |          |          |          |          |           |
| <b>c</b> Add lines 7a and 7b                                                                                                                                                            |          |          |          |          |          |           |
| <b>8 Public support</b> (Subtract line 7c from line 6)                                                                                                                                  |          |          |          |          |          |           |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ▶                                                                                                                                                                                                        | (a) 2004 | (b) 2005 | (c) 2006 | (d) 2007 | (e) 2008 | (f) Total |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| <b>9</b> Amounts from line 6                                                                                                                                                                                                                         |          |          |          |          |          |           |
| <b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                                                                                            |          |          |          |          |          |           |
| <b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975                                                                                                                                     |          |          |          |          |          |           |
| <b>c</b> Add lines 10a and 10b                                                                                                                                                                                                                       |          |          |          |          |          |           |
| <b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on                                                                                                                |          |          |          |          |          |           |
| <b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)                                                                                                                                            |          |          |          |          |          |           |
| <b>13 Total support</b> (Add lines 9, 10c, 11, and 12)                                                                                                                                                                                               |          |          |          |          |          |           |
| <b>14 First five years.</b> 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. <span style="float: right;"><input type="checkbox"/></span> |          |          |          |          |          |           |

**Section C. Computation of Public Support Percentage**

|                                                                                                  |           |   |
|--------------------------------------------------------------------------------------------------|-----------|---|
| <b>15</b> Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f)) | <b>15</b> | % |
| <b>16</b> Public support percentage from 2007 Schedule A, Part IV-A, line 27g                    | <b>16</b> | % |

**Section D. Computation of Investment Income Percentage**

|                                                                                                       |           |   |
|-------------------------------------------------------------------------------------------------------|-----------|---|
| <b>17</b> Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f)) | <b>17</b> | % |
| <b>18</b> Investment income percentage from 2007 Schedule A, Part IV-A, line 27h                      | <b>18</b> | % |

**19a 33 1/3% support tests - 2008.** 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 - 2007.** 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 C**  
**(Form 990 or 990-EZ)**

**Political Campaign and Lobbying Activities**

For Organizations Exempt From Income Tax Under section 501(c) and section 527

OMB No. 1545-0047

**2008**  
Open to Public  
Inspection

Department of the Treasury  
Internal Revenue Service

► To be completed by organizations described below.

► Attach to Form 990 or Form 990-EZ.

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part VI, 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), then

- Section 501(c)(4), (5), or (6) organizations. Complete Part III.

Name of organization

**BREAD AND ROSES COMMUNITY FUND**

Employer identification number

**23-2047297**

**Part I-A To be completed by all organizations exempt under section 501(c) and section 527 organizations.**

See the instructions for Schedule C for details.

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 To be completed by all organizations exempt under section 501(c)(3).**

See the instructions for Schedule C for details.

1 Enter the amount of any excise tax incurred by the organization under section 4955

► \$

0.

2 Enter the amount of any excise tax incurred by organization managers under section 4955

► \$

0.

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 To be completed by all organizations exempt under section 501(c), except section 501(c)(3).**

See the instructions for Schedule C for details.

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 of direct and indirect exempt function expenditures. Add lines 1 and 2 and enter here and on

Form 1120-POL, line 17b

► \$

4 Did the filing organization file Form 1120-POL for this year?

☐ Yes

☐ No

5 State the names, addresses and employer identification number (EIN) of all section 527 political organizations to which payments were made.

Enter the amount paid and indicate if the amount was paid from the filing organization's funds or were political contributions received and 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- |
|----------|-------------|---------|----------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|
|          |             |         |                                                                      |                                                                                                                                             |
|          |             |         |                                                                      |                                                                                                                                             |
|          |             |         |                                                                      |                                                                                                                                             |
|          |             |         |                                                                      |                                                                                                                                             |
|          |             |         |                                                                      |                                                                                                                                             |
|          |             |         |                                                                      |                                                                                                                                             |
|          |             |         |                                                                      |                                                                                                                                             |
|          |             |         |                                                                      |                                                                                                                                             |
|          |             |         |                                                                      |                                                                                                                                             |



**Part II-A** To be completed by organizations exempt under section 501(c)(3) that filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.A Check ☐ if the filing organization belongs to an affiliated group.B Check ☐ if the filing organization checked box A and "limited control" provisions apply.

| Limits on Lobbying Expenditures<br>(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 (grassroots lobbying)                                                                     | 12,061.                                         |                                                          |                    |                               |                                         |                                                  |                                           |                                                    |                                            |                                                   |                   |              |  |  |
| b                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Total lobbying expenditures to influence a legislative body (direct lobbying)                                                                     | 500.                                            |                                                          |                    |                               |                                         |                                                  |                                           |                                                    |                                            |                                                   |                   |              |  |  |
| c                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Total lobbying expenditures (add lines 1a and 1b)                                                                                                 | 12,561.                                         |                                                          |                    |                               |                                         |                                                  |                                           |                                                    |                                            |                                                   |                   |              |  |  |
| d                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Other exempt purpose expenditures                                                                                                                 | 634,220.                                        |                                                          |                    |                               |                                         |                                                  |                                           |                                                    |                                            |                                                   |                   |              |  |  |
| e                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Total exempt purpose expenditures (add lines 1c and 1d)                                                                                           | 646,781.                                        |                                                          |                    |                               |                                         |                                                  |                                           |                                                    |                                            |                                                   |                   |              |  |  |
| f                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Lobbying nontaxable amount. Enter the amount from the following table in both columns.                                                            | 122,017.                                        |                                                          |                    |                               |                                         |                                                  |                                           |                                                    |                                            |                                                   |                   |              |  |  |
| <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)                                                                                               | 30,504.                                         |                                                          |                    |                               |                                         |                                                  |                                           |                                                    |                                            |                                                   |                   |              |  |  |
| h                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Subtract line 1g from line 1a. Enter -0- if line g is more than line a                                                                            | 0.                                              |                                                          |                    |                               |                                         |                                                  |                                           |                                                    |                                            |                                                   |                   |              |  |  |
| i                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Subtract line 1f from line 1c. Enter -0- if line f is more than line c                                                                            | 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 of the instructions.)

**Lobbying Expenditures During 4-Year Averaging Period**

| Calendar year<br>(or fiscal year beginning in)               | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) Total |
|--------------------------------------------------------------|----------|----------|----------|----------|-----------|
| 2a Lobbying non-taxable amount                               | 99,012.  | 102,606. | 108,973. | 122,017. | 432,608.  |
| b Lobbying ceiling amount<br>(150% of line 2a, column(e))    |          |          |          |          | 648,912.  |
| c Total lobbying expenditures                                | 18,678.  | 15,272.  | 13,000.  | 12,561.  | 59,511.   |
| d Grassroots non-taxable amount                              | 24,753.  | 25,652.  | 27,243.  | 30,504.  | 108,152.  |
| e Grassroots ceiling amount<br>(150% of line 2d, column (e)) |          |          |          |          | 162,228.  |
| f Grassroots lobbying expenditures                           | 6,428.   | 9,772.   | 11,000.  | 12,061.  | 39,261.   |

Schedule C (Form 990 or 990-EZ) 2008

**Part II-B** To be completed by organizations exempt under section 501(c)(3) that have NOT filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.

|                                                                                                                                                                                                                                 | (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?                                                                                                                                                                                                                   |     | X  |        |
| b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?                                                                                                                                  |     | X  |        |
| c Media advertisements?                                                                                                                                                                                                         |     | X  |        |
| d Mailings to members, legislators, or the public?                                                                                                                                                                              |     | X  |        |
| e Publications, or published or broadcast statements?                                                                                                                                                                           |     | X  |        |
| f Grants to other organizations for lobbying purposes?                                                                                                                                                                          |     | X  |        |
| g Direct contact with legislators, their staffs, government officials, or a legislative body?                                                                                                                                   |     | X  |        |
| h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means?                                                                                                                                       |     | X  |        |
| i Other activities? If "Yes," describe in Part IV                                                                                                                                                                               |     | X  |        |
| j Total 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** To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6). See the instructions for Schedule C for details.

|                                                                                                    | 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 carryover lobbying and political expenditures from the prior year? | 3   |    |

**Part III-B** To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, questions 1 and 2 are answered "No" OR if Part III-A, question 3 is answered "Yes." See Schedule C instructions for details.

|                                                                                                                                                                                                                                              |    |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--|
| 1 Dues, assessments and similar amounts from members                                                                                                                                                                                         | 1  |  |
| 2 Section 162(e) non-deductible 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 (line 2c total minus 3 and 4)                                                                                                                                                        | 5  |  |

**Part IV** Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5, and Part II-B, line 1i. Also, complete this part for any additional information.

|  |
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**Schedule D**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

▶ Attach to Form 990. To be completed by organizations that answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

OMB No. 1545-0047

**2008**

Open to Public  
Inspection

Name of the organization

**BREAD AND ROSES COMMUNITY FUND**

Employer identification number

**23-2047297**

**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)                                                                                                                                                                                                | 11,326.                                                             |                              |
| 3 Aggregate grants from (during year)                                                                                                                                                                                                     | 12,360.                                                             |                              |
| 4 Aggregate value at end of year                                                                                                                                                                                                          | 33,837.                                                             |                              |
| 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 may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other 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 pleasure) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat                                      | <input type="checkbox"/> Preservation of certified historic structure        |
| <input type="checkbox"/> Preservation of open space                                         |                                                                              |

2 Complete lines 2a-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 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            | 2d                          |

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable 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, violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year ▶

7 Amount of expenses incurred in monitoring, inspecting, and enforcing 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 XIV, 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, 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 XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116, 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 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 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

d ☐ Loan or exchange programs

b ☐ Scholarly research

e ☐ Other

c ☐ Preservation for future generations

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

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 Trust, Escrow and Custodial Arrangements.** Complete if 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 XIV 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 XIV.

**Part V Endowment Funds.** Complete if 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                     | 473,465.         |                |                    |                      |                     |
| b Contributions                                  |                  |                |                    |                      |                     |
| c Investment earnings or losses                  | <73,291.>        |                |                    |                      |                     |
| d Grants or scholarships                         |                  |                |                    |                      |                     |
| e Other expenditures for facilities and programs |                  |                |                    |                      |                     |
| f Administrative expenses                        |                  |                |                    |                      |                     |
| g End of year balance                            | 400,174.         |                |                    |                      |                     |

2 Provide the estimated percentage of the year end balance held as:

a Board designated or quasi-endowment ▶ 92.00 %

b Permanent endowment ▶ 8.00 %

c Term endowment ▶ %

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 XIV the intended uses of the organization's endowment funds.

**Part VI Investments - Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

| Description of investment                                                                   | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Depreciation | (d) Book value |
|---------------------------------------------------------------------------------------------|--------------------------------------|---------------------------------|------------------|----------------|
| 1a Land                                                                                     |                                      |                                 |                  |                |
| b Buildings                                                                                 |                                      |                                 |                  |                |
| c Leasehold improvements                                                                    |                                      |                                 |                  |                |
| d Equipment                                                                                 |                                      |                                 |                  |                |
| e Other                                                                                     |                                      | 33,822.                         | 27,332.          | 6,490.         |
| Total. Add lines 1a-1e. (Column (d) should equal Form 990, Part X, column (B), line 10(c).) |                                      |                                 |                  | 6,490.         |

Schedule D (Form 990) 2008

**Part VII Investments - Other Securities.** See Form 990, Part X, line 12.

| (a) Description of security or category<br>(including name of security) | (b) Book value | (c) Method of valuation:<br>Cost or end-of-year market value |
|-------------------------------------------------------------------------|----------------|--------------------------------------------------------------|
| Financial derivatives and other financial products .. . . .             |                |                                                              |
| Closely-held equity interests .. . . .                                  |                |                                                              |
| Other _____                                                             |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
|                                                                         |                |                                                              |
| Total. (Col (b) should equal Form 990, Part X, col (B) line 12.) ►      |                |                                                              |

**Part VIII Investments - Program Related.** See Form 990, Part X, line 13.

| (a) Description of investment type                                | (b) Book value | (c) Method of valuation:<br>Cost or end-of-year market value |
|-------------------------------------------------------------------|----------------|--------------------------------------------------------------|
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
|                                                                   |                |                                                              |
| Total (Col (b) should equal Form 990, Part X, col (B) line 13.) ► |                |                                                              |

|                |                                                     |
|----------------|-----------------------------------------------------|
| <b>Part IX</b> | <b>Other Assets.</b> See Form 990, Part X, line 15. |
|----------------|-----------------------------------------------------|

[illegible]

|               |                                                          |
|---------------|----------------------------------------------------------|
| <b>Part X</b> | <b>Other Liabilities.</b> See Form 990, Part X, line 25. |
|---------------|----------------------------------------------------------|

| (a) Description of liability                                        | (b) Amount |
|---------------------------------------------------------------------|------------|
| Federal income taxes                                                |            |
|                                                                     |            |
|                                                                     |            |
|                                                                     |            |
|                                                                     |            |
|                                                                     |            |
|                                                                     |            |
|                                                                     |            |
|                                                                     |            |
|                                                                     |            |
| Total. (Column (b) should equal Form 990, Part X, col (B) line 25.) |            |

In Part XIV, 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.

**Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements**

|    |                                                                                  |    |            |
|----|----------------------------------------------------------------------------------|----|------------|
| 1  | Total revenue (Form 990, Part VIII, column (A), line 12)                         | 1  | 556,697.   |
| 2  | Total expenses (Form 990, Part IX, column (A), line 25)                          | 2  | 726,146.   |
| 3  | Excess or (deficit) for the year Subtract line 2 from line 1                     | 3  | <169,449.> |
| 4  | Net unrealized gains (losses) on investments                                     | 4  | <148,194.> |
| 5  | Donated services and use of facilities                                           | 5  |            |
| 6  | Investment expenses                                                              | 6  |            |
| 7  | Prior period adjustments                                                         | 7  |            |
| 8  | Other (Describe in Part XIV)                                                     | 8  |            |
| 9  | Total adjustments (net). Add lines 4-8                                           | 9  | <148,194.> |
| 10 | Excess or (deficit) for the year per financial statements. Combine lines 3 and 9 | 10 | <317,643.> |

**Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

|   |                                                                                   |    |            |
|---|-----------------------------------------------------------------------------------|----|------------|
| 1 | Total revenue, gains, and other support per audited financial statements          | 1  | 417,923.   |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12:               |    |            |
| a | Net unrealized gains on investments                                               | 2a | <148,194.> |
| b | Donated services and use of facilities                                            | 2b |            |
| c | Recoveries of prior year grants                                                   | 2c |            |
| d | Other (Describe in Part XIV)                                                      | 2d | 9,420.     |
| e | Add lines 2a through 2d                                                           | 2e | <138,774.> |
| 3 | Subtract line 2e from line 1                                                      | 3  | 556,697.   |
| 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 XIV)                                                      | 4b |            |
| c | Add lines 4a and 4b                                                               | 4c | 0.         |
| 5 | Total revenue. Add lines 3 and 4c. (This should equal Form 990, Part I, line 12.) | 5  | 556,697.   |

**Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

|   |                                                                                    |    |          |
|---|------------------------------------------------------------------------------------|----|----------|
| 1 | Total expenses and losses per audited financial statements                         | 1  | 735,566. |
| 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 | Losses reported on Form 990, Part IX, line 25                                      | 2c |          |
| d | Other (Describe in Part XIV)                                                       | 2d | 9,420.   |
| e | Add lines 2a through 2d                                                            | 2e | 9,420.   |
| 3 | Subtract line 2e from line 1                                                       | 3  | 726,146. |
| 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 XIV)                                                       | 4b |          |
| c | Add lines 4a and 4b                                                                | 4c | 0.       |
| 5 | Total expenses. Add lines 3 and 4c. (This should equal Form 990, Part I, line 18.) | 5  | 726,146. |

**Part XIV 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; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b.

**PART V, LINE 4: INTENDED USE OF THE ENDOWMENT FUND**

TO PROVIDE GRANTS TO ORGANIZATIONS WORKING FOR SOCIAL CHANGE.

**PART XII, LINE 2D - OTHER ADJUSTMENTS:**

SPECIAL EVENTS-DIRECT EXPENSES: 9420.

**PART XIII, LINE 2D - OTHER ADJUSTMENTS:**

SPECIAL EVENTS-DIRECT EXPENSES: 9420.

Department of the Treasury  
Internal Revenue Service

## Supplemental Information Regarding Fundraising or Gaming Activities

OMB No. 1545-0047

# 2008

**Open To Public Inspection**

► **Attach to Form 990 or Form 990-EZ. Must be completed by organizations that answer "Yes" to Form 990, Part IV, lines 17, 18, or 19, and by organizations that enter more than \$15,000 on Form 990-EZ, line 6a.**

Name of the organization

**BREAD AND ROSES COMMUNITY FUND**

**Employer identification number**  
**23-2047297**

|               |                                                                                                           |
|---------------|-----------------------------------------------------------------------------------------------------------|
| <b>Part I</b> | <b>Fundraising Activities.</b> Complete if the organization answered "Yes" to Form 990, Part IV, line 17. |
|---------------|-----------------------------------------------------------------------------------------------------------|

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

- a ☐ Mail solicitations  
b ☐ 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. Form 990-EZ filers are not required to complete this table.

[illegible]**Total**

**3** List all states in which the organization is registered or licensed to solicit funds 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 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

|                                                                     | (a) Event #1                                | (b) Event #2           | (c) Other Events       | (d) Total Events<br>(Add col. (a) through<br>col. (c)) |
|---------------------------------------------------------------------|---------------------------------------------|------------------------|------------------------|--------------------------------------------------------|
|                                                                     | A TRIBUTE TO<br>CHANGE ANNU<br>(event type) | OTHERS<br>(event type) | NONE<br>(total number) |                                                        |
| <b>Revenue</b>                                                      |                                             |                        |                        |                                                        |
| <b>1</b> Gross receipts                                             | 82,000.                                     | 0.                     |                        | 82,000.                                                |
| <b>2</b> Less: Charitable contributions                             | 56,117.                                     |                        |                        | 56,117.                                                |
| <b>3</b> Gross revenue (line 1 minus line 2)                        | 25,883.                                     |                        |                        | 25,883.                                                |
| <b>Direct Expenses</b>                                              |                                             |                        |                        |                                                        |
| <b>4</b> Cash prizes                                                | 0.                                          | 0.                     |                        |                                                        |
| <b>5</b> Non-cash prizes                                            | 0.                                          | 0.                     |                        |                                                        |
| <b>6</b> Rent/facility costs                                        | 2,400.                                      | 150.                   |                        | 2,550.                                                 |
| <b>7</b> Other direct expenses                                      | 7,020.                                      | 280.                   |                        | 7,300.                                                 |
| <b>8</b> Direct expense summary Add lines 4 through 7 in column (d) |                                             |                        |                        | 9,850.                                                 |
| <b>9</b> Net income summary Combine lines 3 and 8 in column (d)     |                                             |                        |                        | 16,033.                                                |

**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<br>bingo/progressive bingo                    | (c) Other gaming                                                    | (d) Total gaming (Add<br>col. (a) through col. (c)) |
|-------------------------------------------------------------------------|---------------------------------------------------------------------|---------------------------------------------------------------------|---------------------------------------------------------------------|-----------------------------------------------------|
| <b>Revenue</b>                                                          |                                                                     |                                                                     |                                                                     |                                                     |
| <b>1</b> Gross revenue                                                  |                                                                     |                                                                     |                                                                     |                                                     |
| <b>Direct Expenses</b>                                                  |                                                                     |                                                                     |                                                                     |                                                     |
| <b>2</b> Cash prizes                                                    |                                                                     |                                                                     |                                                                     |                                                     |
| <b>3</b> Non-cash prizes                                                |                                                                     |                                                                     |                                                                     |                                                     |
| <b>4</b> Rent/facility costs                                            |                                                                     |                                                                     |                                                                     |                                                     |
| <b>5</b> Other direct expenses                                          |                                                                     |                                                                     |                                                                     |                                                     |
| <b>6</b> Volunteer labor                                                | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No |                                                     |
| <b>7</b> Direct expense summary Add lines 2 through 5 in column (d)     |                                                                     |                                                                     |                                                                     |                                                     |
| <b>8</b> Net gaming income summary. Combine lines 1 and 7 in 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? \_\_\_\_\_**b** If "No," Explain: \_\_\_\_\_**10a** Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? \_\_\_\_\_**b** If "Yes," Explain: \_\_\_\_\_**11** Does the organization operate gaming activities with nonmembers? \_\_\_\_\_**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 |
|------------|-----|----|
| <b>9a</b>  |     |    |
| <b>10a</b> |     |    |
| <b>11</b>  |     |    |
| <b>12</b>  |     |    |



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

%

**b** An outside facility**13b**

%

**14** Provide 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? . . . . .**15a****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.

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? . . . . .**17a****b** Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$ \_\_\_\_\_

**SCHEDULE I**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

Grants and Other Assistance to Organizations,  
Governments, and Individuals in the U.S.

▶ Complete if the organization answered "Yes," on Form 990, Part IV, lines 21 or 22.

▶ Attach to Form 990.

OMB No. 1545-0047

2008

Open to Public  
Inspection

Name of the organization

**BREAD AND ROSES COMMUNITY FUND**

Employer identification number  
**23-2047297**

**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" on Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) 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                                               |
|-----------------------------------------------------------------------------------------------------|------------|-------------------------------|--------------------------|-----------------------------------|-------------------------------------------------------|----------------------------------------|----------------------------------------------------------------------------------|
| ASIAN AMERICANS FUND<br>1023 CALLOWHILL STREET<br>PHILADELPHIA, PA 19123                            | 22-2981076 | 501(C)(3)                     | 5,500.                   | 0.                                |                                                       |                                        | ANTI-CASINO CAMPAIGN                                                             |
| BOOKS THROUGH BARS<br>4722 BALTIMORE AVENUE<br>PHILADELPHIA, PA 19143                               | 23-2841845 | 501(C)(3)                     | 10,000.                  | 0.                                |                                                       |                                        | GENERAL OPERATIONS                                                               |
| CAMDEN UNITED<br>PO BOX 2783<br>CAMDEN, NJ 08101                                                    | 71-0994533 | 501(C)(3)                     | 6,000.                   | 0.                                |                                                       |                                        | GENERAL OPERATIONS                                                               |
| DEVELOPING EXCELLENCE, INC.<br>6320 NORTH PARK AVENUE<br>PHILADELPHIA, PA 19141                     | 27-0053486 | 501(C)(3)                     | 7,500.                   | 0.                                |                                                       |                                        | GENERAL OPERATIONS                                                               |
| GREATER PHILADELPHIA URBAN AFFAIRS<br>COALITION - 1207 CHESTNUT STREET -<br>PHILADELPHIA, PA 19107  | 23-7046393 | 501(C)(3)                     | 11,000.                  | 0.                                |                                                       |                                        | REUNIFICATION TRANSPORT<br>SERVICES AND X-OFFENDERS<br>FOR COMMUNITY EMPOWERMENT |
| NATIONAL CLEARINGHOUSE FOR THE<br>BATTERED WOMEN - 125 S 9TH ST STE<br>302 - PHILADELPHIA, PA 19107 | 23-2473361 | 501(C)(3)                     | 6,000.                   | 0.                                |                                                       |                                        | ENHANCED COMMUNITY<br>RESPONSE PROJECT                                           |

2 Enter total number of section 501(c)(3) and government organizations

3 Enter total number of other organizations

15.

0.

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

Schedule I (Form 990) 2008

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Use Schedule I-1 (Form 990) 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                    | 5                        | 20,000.                  | 0.                                |                                                       |                                        |
|                                 |                          |                          |                                   |                                                       |                                        |
|                                 |                          |                          |                                   |                                                       |                                        |
|                                 |                          |                          |                                   |                                                       |                                        |
|                                 |                          |                          |                                   |                                                       |                                        |
|                                 |                          |                          |                                   |                                                       |                                        |

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

SCHEDULE I, PART I, LINE 2: PROCEDURE FOR MONITORING USE OF GRANT FUNDS

THE ORGANIZATION PERFORMS DUE DILIGENCE TO VERIFY THE GRANTEE'S TAX-EXEMPT STATUS.

832102 12-18-08

29

Schedule I (Form 990) 2008

Name of the organization

**BREAD AND ROSES COMMUNITY FUND**

Employer identification number

23-2047297

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

| (a) Name and address of organization or government                                                    | (b) EIN    | (c) IRC Code 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 |
|-------------------------------------------------------------------------------------------------------|------------|------------------------------------|--------------------------|-----------------------------------|-------------------------------------------------------|----------------------------------------|------------------------------------|
| NEW SOCIETY EDUCATIONAL FOUNDATION<br>PO BOX 30947<br>PHILADELPHIA, PA 19104                          | 22-2443040 | 501(C)(3)                          | 5,500.                   | 0.                                |                                                       |                                        | GENERAL OPERATIONS                 |
| PENNSYLVANIA PRISON SOCIETY<br>245 NORTH BROAD STREET<br>PHILADELPHIA, PA 19107                       | 23-1352267 | 501(C)(3)                          | 13,000.                  | 0.                                |                                                       |                                        | GREATER FRIENDS PUBLICATION        |
| PHILADELPHIA FIGHT<br>1233 LOCUST ST 5TH FLOOR<br>PHILADELPHIA, PA 19107                              | 23-2625934 | 501(C)(3)                          | 11,500.                  | 0.                                |                                                       |                                        | GENERAL OPERATIONS                 |
| PHILADELPHIA STUDENT UNION<br>4205 CHESTNUT ST.<br>PHILADELPHIA, PA 19104                             | 23-2815998 | 501(C)(3)                          | 8,000.                   | 0.                                |                                                       |                                        | MULTI-MEDIA INITIATIVES            |
| RECONSTRUCTION INC<br>PO BOX 7691<br>PHILADELPHIA, PA 19101                                           | 23-2644453 | 501(C)(3)                          | 12,500.                  | 0.                                |                                                       |                                        | GENERAL OPERATIONS                 |
| RESOURCES FOR HUMAN DEVELOPMENT<br>4700 WISSAHICKON AVE, STE 126<br>PHILADELPHIA, PA 19144            | 23-1727133 | 501(C)(3)                          | 10,500.                  | 0.                                |                                                       |                                        | OUTREACH AND MARKETING             |
| PHILADELPHIA PUBLIC ACCESS<br>COALITION - 4212 CHESTNUT STREET,<br>3RD FLOOR - PHILADELPHIA, PA 19104 | 26-3817913 | 501(C)(3)                          | 10,000.                  | 0.                                |                                                       |                                        | OUTREACH AND ADVOCACY CAMPAIGN     |
| TAXI WORKERS ALLIANCE OF<br>PENNSYLVANIA - 4134 LANCASTER AVE<br>- PHILADELPHIA, PA 19104             | 20-3788537 | 501(C)(3)                          | 5,500.                   | 0.                                |                                                       |                                        | GENERAL OPERATIONS                 |

2 Enter total number of Section 501(c)(3) and government organizations

3 Enter total number of other organizations

Name of the organization

Employer identification number

**BREAD AND ROSES COMMUNITY FUND**

[illegible]

2 Enter total number of Section 501(c)(3) and government organizations

**3 Enter total number of other organizations**

**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990**

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No. 1545-0047

**2008**

Open to Public  
Inspection

Name of the organization

**BREAD AND ROSES COMMUNITY FUND**

Employer identification number  
**23-2047297**

**FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:**

**THE ORGANIZATION BRINGS TOGETHER DONORS AND ACTIVISTS WHO SHARE A VISION OF A JUST SOCIETY, ONE IN WHICH POWER AND RESOURCES ARE DISTRIBUTED EQUITABLY. THE ORGANIZATION PROVIDES GRANTS AND TECHNICAL ASSISTANCE TO SUPPORT COMMUNITIES IN THE DELAWARE VALLEY THAT ARE TAKING ACTION TO BRING ABOUT SOCIAL AND ECONOMIC CHANGE LOCALLY AND GLOBALLY.**

**GRANTS TO ELIGIBLE ORGANIZATIONS ARE MADE THROUGH THE FUTURE FUND, THE RACIAL AND ECONOMIC JUSTICE FUND AND OTHER GRANT PROGRAM. THE ORGANIZATION ALSO ADMINISTERS THE PHOEBUS CRIMINAL JUSTICE INITIATIVE, WHICH FUNDS GROUPS WORKING FOR REFORM OF THE CRIMINAL JUSTICE SYSTEM, AND THE JONATHAN LAX SCHOLARSHIP FUND FOR GAY MEN. TECHNICAL ASSISTANCE IS PROVIDED THROUGH THE BARBARA SMITH COMMUNITY SCHOOL, WHICH PROVIDES TRAINING IN A RANGE OF ADMINISTRATIVE AND COMMUNITY ORGANIZING SKILLS.**

**FORM 990, PART VI, SECTION A, LINE 10: GOVERNING BODY REVIEW OF FORM 990 PRIOR TO ITS FILING WITH THE IRS, A COPY OF FINAL FORM 990 WILL BE EMAILED TO EACH MEMBER OF THE EXECUTIVE COMMITTEE FOR REVIEW.**

**FORM 990, PART VI, SECTION B, LINE 12C: ENFORCEMENT OF CONFLICTS POLICY EACH VOTING MEMBER OF THE GOVERNING BODY IS REQUIRED TO COMPLETE AND SIGN THE DISCLOSURE STATEMENT ANNUALLY.**

**FORM 990, PART VI, SECTION B, LINE 15: PROCESS FOR DETERMINING**

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions for Form 990.

Schedule O (Form 990) 2008

**SCHEDULE O**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

**Supplemental Information to Form 990**

► Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

**2008**  
Open to Public  
Inspection

**BREAD AND ROSES COMMUNITY FUND**

Employer identification number  
**23-2047297**

**COMPENSATION**

COMPARABILITY DATA WAS COLLECTED, ASSESSED AND PRESENTED TO THE EXECUTIVE  
COMMITTEE. EXECUTIVE COMMITTEE REVIEWED AND RECOMMENDED COMPENSATION  
PACKAGE TO THE GOVERNING BODY WHO APPROVED IT.

FORM 990, PART VI, SECTION C, LINE 19: PUBLIC AVAILABILITY OF OTHER

**DOCUMENTS**

COPIES OF THE ORGANIZATION'S GOVERNING DOCUMENTS, FINANCIAL STATEMENTS AND  
FORM 990 WILL BE PROVIDED ON REQUEST. THEY ARE ALSO AVAILABLE FOR  
INSPECTION AT THE ORGANIZATION'S OFFICE.

FORM 990, PART XI, LINE 2C: COMMITTEE REVIEW PROCESS

THE COMMITTEE REVIEW PROCESS DID NOT CHANGE DURING THE YEAR.

Form **4562**Department of the Treasury  
Internal Revenue Service (990)  
Name(s) shown on return**Depreciation and Amortization**  
(Including Information on Listed Property)

990

OMB No. 1545-0172

**2008**Attachment  
Sequence No. 67

▶ See separate instructions.

▶ Attach to your tax return.

Business or activity to which this form relates

Identifying number

**BREAD AND ROSES COMMUNITY FUND****FORM 990 PAGE 10****23-2047297****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I

|    |                                                                                                                                         |                              |                  |
|----|-----------------------------------------------------------------------------------------------------------------------------------------|------------------------------|------------------|
| 1  | Maximum amount. See the instructions for a higher limit for certain businesses                                                          | 1                            | 250,000.         |
| 2  | Total cost of section 179 property placed in service (see instructions)                                                                 | 2                            |                  |
| 3  | Threshold cost of section 179 property before reduction in limitation                                                                   | 3                            | 800,000.         |
| 4  | Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-                                                        | 4                            |                  |
| 5  | Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions | 5                            |                  |
| 6  | (a) Description of property                                                                                                             | (b) Cost (business use only) | (c) Elected cost |
| 7  | Listed property. Enter the amount from line 29                                                                                          | 7                            |                  |
| 8  | Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7                                                    | 8                            |                  |
| 9  | Tentative deduction. Enter the smaller of line 5 or line 8                                                                              | 9                            |                  |
| 10 | Carryover of disallowed deduction from line 13 of your 2007 Form 4562                                                                   | 10                           |                  |
| 11 | Business income limitation. Enter the smaller of business income (not less than zero) or line 5                                         | 11                           |                  |
| 12 | Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11                                                   | 12                           |                  |
| 13 | Carryover of disallowed deduction to 2009. Add lines 9 and 10, less line 12                                                             | 13                           |                  |

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)**

|    |                                                                                                                |    |        |
|----|----------------------------------------------------------------------------------------------------------------|----|--------|
| 14 | Special depreciation for qualified property (other than listed property) placed in service during the tax year | 14 |        |
| 15 | Property subject to section 168(f)(1) election                                                                 | 15 |        |
| 16 | Other depreciation (including ACRS)                                                                            | 16 | 2,860. |

**Part III MACRS Depreciation (Do not include listed property.) (See instructions.)****Section A**

|    |                                                                                                                                   |    |  |
|----|-----------------------------------------------------------------------------------------------------------------------------------|----|--|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2008                                                  | 17 |  |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here |    |  |

**Section B - Assets Placed in Service During 2008 Tax Year Using the General Depreciation System**

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only - see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|--------------------------------|--------------------------------------|------------------------------------------------------------------------------|---------------------|----------------|------------|----------------------------|
| 19a 3-year property            |                                      |                                                                              |                     |                |            |                            |
| b 5-year property              |                                      |                                                                              |                     |                |            |                            |
| c 7-year property              |                                      |                                                                              |                     |                |            |                            |
| d 10-year property             |                                      |                                                                              |                     |                |            |                            |
| e 15-year property             |                                      |                                                                              |                     |                |            |                            |
| f 20-year property             |                                      |                                                                              |                     |                |            |                            |
| g 25-year property             |                                      |                                                                              | 25 yrs.             |                | S/L        |                            |
| h Residential rental property  | /                                    |                                                                              | 27.5 yrs.           | MM             | S/L        |                            |
|                                | /                                    |                                                                              | 27.5 yrs.           | MM             | S/L        |                            |
| i Nonresidential real property | /                                    |                                                                              | 39 yrs.             | MM             | S/L        |                            |
|                                | /                                    |                                                                              |                     | MM             | S/L        |                            |

**Section C - Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System**

|                |   |  |         |    |     |  |
|----------------|---|--|---------|----|-----|--|
| 20a Class life |   |  |         |    | S/L |  |
| b 12-year      |   |  | 12 yrs. |    | S/L |  |
| c 40-year      | / |  | 40 yrs. | MM | S/L |  |

**Part IV Summary (See instructions.)**

|    |                                                                                                                                                                                                           |    |        |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--------|
| 21 | Listed property. Enter amount from line 28                                                                                                                                                                | 21 |        |
| 22 | Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21.<br>Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. | 22 | 2,860. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs                                                                   | 23 |        |



**Part V Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No 24b If "Yes," is the evidence written? ☐ Yes ☐ No

| (a)<br>Type of property<br>(list vehicles first) | (b)<br>Date<br>placed in<br>service | (c)<br>Business/<br>investment<br>use percentage | (d)<br>Cost or<br>other basis | (e)<br>Basis for depreciation<br>(business/investment<br>use only) | (f)<br>Recovery<br>period | (g)<br>Method/<br>Convention | (h)<br>Depreciation<br>deduction | (i)<br>Elected<br>section 179<br>cost |
|--------------------------------------------------|-------------------------------------|--------------------------------------------------|-------------------------------|--------------------------------------------------------------------|---------------------------|------------------------------|----------------------------------|---------------------------------------|
|--------------------------------------------------|-------------------------------------|--------------------------------------------------|-------------------------------|--------------------------------------------------------------------|---------------------------|------------------------------|----------------------------------|---------------------------------------|

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use

25

26 Property used more than 50% in a qualified business use:

|  |  |   |  |  |  |  |  |  |
|--|--|---|--|--|--|--|--|--|
|  |  | % |  |  |  |  |  |  |
|  |  | % |  |  |  |  |  |  |
|  |  | % |  |  |  |  |  |  |

27 Property used 50% or less in a qualified business use:

|  |  |   |  |  |  |       |  |  |
|--|--|---|--|--|--|-------|--|--|
|  |  | % |  |  |  | S/L - |  |  |
|  |  | % |  |  |  | S/L - |  |  |
|  |  | % |  |  |  | S/L - |  |  |

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1

28

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1

29

**Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

|                                                                                            | (a)<br>Vehicle | (b)<br>Vehicle | (c)<br>Vehicle | (d)<br>Vehicle | (e)<br>Vehicle | (f)<br>Vehicle |
|--------------------------------------------------------------------------------------------|----------------|----------------|----------------|----------------|----------------|----------------|
| 30 Total business/investment miles driven during the year (do not include commuting miles) |                |                |                |                |                |                |
| 31 Total commuting miles driven during the year                                            |                |                |                |                |                |                |
| 32 Total other personal (noncommuting) miles driven                                        |                |                |                |                |                |                |
| 33 Total miles driven during the year.<br>Add lines 30 through 32                          |                |                |                |                |                |                |
| 34 Was the vehicle available for personal use during off-duty hours?                       | Yes No         | Yes No         | Yes No         | Yes No         | Yes No         | Yes No         |
| 35 Was the vehicle used primarily by a more than 5% owner or related person?               |                |                |                |                |                |                |
| 36 Is another vehicle available for personal use?                                          |                |                |                |                |                |                |

**Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees**

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

|                                                                                                                                                                                                                           |     |    |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?                                                                                        | Yes | No |
| 38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners |     |    |
| 39 Do you treat all use of vehicles by employees as personal use?                                                                                                                                                         |     |    |
| 40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?                                                   |     |    |
| 41 Do you meet the requirements concerning qualified automobile demonstration use?                                                                                                                                        |     |    |

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

**Part VI Amortization**

| (a)<br>Description of costs                                                   | (b)<br>Date amortization<br>begins | (c)<br>Amortizable<br>amount | (d)<br>Code<br>section | (e)<br>Amortization<br>period or percentage | (f)<br>Amortization<br>for this year |
|-------------------------------------------------------------------------------|------------------------------------|------------------------------|------------------------|---------------------------------------------|--------------------------------------|
| 42 Amortization of costs that begins during your 2008 tax year:               |                                    |                              |                        |                                             |                                      |
| 43 Amortization of costs that began before your 2008 tax year                 |                                    |                              |                        |                                             | 43                                   |
| 44 Total. Add amounts in column (f). See the instructions for where to report |                                    |                              |                        |                                             | 44                                   |

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

|                                                                                                                 |                                                                                                                   |                                |
|-----------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|--------------------------------|
| <b>Part II Additional (Not Automatic) 3-Month Extension of Time.</b> Only file the original (no copies needed). |                                                                                                                   |                                |
| Type or print<br>File by the extended due date for filing the return. See instructions.                         | Name of Exempt Organization                                                                                       | Employer identification number |
|                                                                                                                 | BREAD AND ROSES COMMUNITY FUND                                                                                    | 23-2047297                     |
|                                                                                                                 | Number, street, and room or suite no. If a P.O. box, see instructions.<br>BBD, LLP 1835 MARKET STREET 26TH FLOOR  | For IRS use only               |
|                                                                                                                 | City, town or post office, state, and ZIP code. For a foreign address, see instructions<br>PHILADELPHIA, PA 19103 |                                |

Check type of return to be filed (File a separate application for each return):

- ☒ Form 990   
 ☐ Form 990-EZ   
 ☐ Form 990-T (sec. 401(a) or 408(a) trust)   
 ☐ Form 1041-A   
 ☐ Form 5227   
 ☐ Form 8870  
☐ Form 990-BL   
☐ Form 990-PF   
☐ Form 990-T (trust other than above)   
☐ Form 4720   
☐ Form 6069

**STOP!** Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

### MANAGEMENT

- The books are in the care of **1500 WALNUT STREET, SUITE 1305 - PHILADELPHIA, PA 19102**  
Telephone No. **215-731-1107** 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.
- I request an additional 3-month extension of time until **MAY 15, 2010**.
- For calendar year \_\_\_\_\_, or other tax year beginning **JUL 1, 2008**, and ending **JUN 30, 2009**.
- If this tax year is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension  
**SEE STATEMENT 1**

|    |                                                                                                                                                                                                                                   |    |               |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------------|
| 8a | If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.                                                                                  | 8a | \$            |
| b  | If this application is for Form 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 and any amount paid previously with Form 8868. | 8b | \$            |
| c  | Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.               | 8c | \$ <b>N/A</b> |

### Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature \_\_\_\_\_ Title **ACCOUNTANT** Date \_\_\_\_\_

Form 8868 (Rev. 4-2009)

FORM 8688

EXPLANATION FOR EXTENSION

STATEMENT 1

EXPLANATION

THE FINANCIAL INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN HAS NOT YET BEEN APPROVED. ONCE THE DATA IS COMPLETED, THE RETURN WILL BE PREPARED FOR FILING AS SOON AS POSSIBLE.

Form **8868**

(Rev. April 2009)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**
- 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.****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.***Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits

|                                                                |                                                                                                                           |                                |
|----------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|--------------------------------|
| Type or print                                                  | Name of Exempt Organization                                                                                               | Employer identification number |
|                                                                | <b>BREAD AND ROSES COMMUNITY FUND</b>                                                                                     | <b>23-2047297</b>              |
| 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.<br><b>1500 WALNUT STREET, NO. 1305</b>             |                                |
|                                                                | City, town or post office, state, and ZIP code. For a foreign address, see instructions.<br><b>PHILADELPHIA, PA 19102</b> |                                |

**Check type of return to be filed** (file a separate application for each return):

- |                                                 |                                                                   |                                    |
|-------------------------------------------------|-------------------------------------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990               | <input type="checkbox"/> Form 990-T (corporation)                 | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL            | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input checked="" type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above)      | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-PF            | <input type="checkbox"/> Form 1041-A                              | <input type="checkbox"/> Form 8870 |

**MANAGEMENT**

- The books are in the care of ► **1500 WALNUT STREET, SUITE 1305 - PHILADELPHIA, PA 19102**
- Telephone No. ► **215-731-1107** 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 will cover.

- I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2010**, 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, 2008**, and ending **JUN 30, 2009**

- If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

|                                                                                                                                                                                                                                      |           |               |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---------------|
| <b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.                                                                           | <b>3a</b> | \$            |
| <b>b</b> If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.                                                      | <b>3b</b> | \$            |
| <b>c</b> <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | <b>3c</b> | \$ <b>N/A</b> |

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

FILED 101409

Form 8868 (Rev. 4-2009)