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DLN: 93493137008350

Form **990**

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)

2008

OMB No 1545-0047

Department of the Treasury Internal Revenue Service

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

Open to Public Inspection

Karl Dehn	suite (269) 962-7 Suite (269) 962-7 G Gross receipt s this a group return ffiliates? Are all affiliates include If "No," attach a list Group Exemption Nur of Formation 1971 M: HAT WILL CREATE A ESTMENTS IN TECH PORT TECHNOLOG an 25% of its assets	for Yes No d? Yes No See Instructions) mber ► State of legal domicile MI AN ECONOMIC NOLOGY COUPLED Y WORKPLACES
Tabel or vine change Initial return Trype. See Specific Termination Number and street (or P O box if mail is not delivered to street address) Room/Po BOX 1438	suite (269) 962-7 G Gross receipt sthis a group return ffiliates? Are all affiliates include If "No," attach a list Group Exemption Nur of Formation 1971 M: HAT WILL CREATE A ESTMENTS IN TECH PORT TECHNOLOG an 25% of its assets 3	for Yes No d? Yes No See Instructions) mber ► State of legal domicile MI AN ECONOMIC NOLOGY COUPLED Y WORKPLACES
Name change Initial return Termination Amended return Application pending F Name and address of Principal Officer Karl Dehn 4950 WEST DICKMAN ROAD A-1 BATTLE CREEK, MI 49037 Tax-exempt status ▼ 501(c) (3) ◀ (insert no) ▼ 4947(a)(1) or ▼ 527 Web site: ▶ www bcunlimited org Type of organization ▼ Corporation ▼ trust ▼ association ▼ other ▶ ■ L Year Part I Summary 1 Briefly describe the organization's mission or most significant activities BATTLE CREEK UNLIMITED IS A COMMUNITY DEVELOPMENT ORGANIZATION T DEVELOPMENT CLIMATE THAT ENCOURAGES BUSINESS FORMATION AND INVE WITH A CONTINUING SUPPLY OF REAL ESTATE WITH INFRASTRUCTURE TO SUP Check this box ▼ if the organization discontinued its operations or disposed of more the 3 Number of voting members of the governing body (Part VI, line 1a) 4 Number of independent voting members of the governing body (Part VI, line 1b)	suite (269) 962-7 G Gross receipt sthis a group return ffiliates? Are all affiliates include If "No," attach a list Group Exemption Nur of Formation 1971 M s HAT WILL CREATE A ESTMENTS IN TECH PORT TECHNOLOG an 25% of its assets 3	for Yes No d? Yes No See Instructions) mber ► State of legal domicile MI AN ECONOMIC NOLOGY COUPLED Y WORKPLACES
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5 Total number of employees (Part V, line 2a)	4	44
b Net unrelated business taxable income from Form 990-T, line 34 8 Contributions and grants (Part VIII, line 1h)	• • • -	42
b Net unrelated business taxable income from Form 990-T, line 34 8 Contributions and grants (Part VIII, line 1h)	5 _	30
b Net unrelated business taxable income from Form 990-T, line 34 8 Contributions and grants (Part VIII, line 1h)	6 _	60
8 Contributions and grants (Part VIII, line 1h)	7a _	-14,879
	7b	-14,879
	Prior Year	Current Year
111 1	5,102,576	5,692,677
9 Program service revenue (Part VIII, line 2g)	903,120	1,014,483
9 Program service revenue (Part VIII, line 2g)	142,433	118,620
TI Other revenue (Fait VIII, Column (A), mes 5, 60, 80, 90, 100, and 11e)	809,407	205,324
Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	6,957,536	7,031,104
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	28,725	0
14 Benefits paid to or for members (Part IX, column (A), line 4)		0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-	2 402 627	2 4 5 0 5 0 0
10) 16a Professional fundraising fees (Part IX, column (A), line 11e) b (Total fundraising expenses, Part IX, column (D), line 25 0	2,102,637	2,150,588
16a Professional fundraising fees (Part IX, column (A), line 11e)		0
	2 0 4 2 6 0 0	4.006.314
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	3,042,600	4,086,211
Total expenses—add lines 13-17 (must equal Part IX, line 25, column (A)) Revenue less expenses Subtract line 18 from line 12	5,173,962 1,783,574	6,236,799 794,305
1		End of Year
G G G G G G G G G G G G G G G G G G G	ginning of Year	
Beg 20 Total assets (Part X, line 16) 21 Total liabilities (Part X, line 26) 22 Net assets or fund balances Subtract line 21 from line 20	16,519,206	16,903,255
21 Total liabilities (Part X, line 26)	7,273,560	6,863,304
	9,245,646	10,039,951
Part II Signature Block Under penalties of perjury, I declare that I have examined this return, including accompanying schedules	and statements, and to the	no host of my knowledge
and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all info		
	2010-05-17	
Sign Signature of officer	Date	
Karl Dehn PRESIDENT & CEO		
Type or print name and title		
Preparer's Carol LaLonde CPA Date Check if self-	Preparer's PTIN (See Gen Inst)
Paid signature production and signature produc	· 「	
Preparer's Firm's name (or yours Plante & Moran PLLC	EIN ▶	
Jse Only If self-employed), address, and ZIP + 4 750 TRADE CENTRE WAY STE 300		
PORTAGE, MI 49002		
ay the IRS discuss this return with the preparer shown above? (See instructions)	Phone no ▶ (26	59) 567-4500

Part III Statement of Program Service Accomplishments (See the instructions.)

	Briefly describe the organization's mission BATTLE CREEK UNLIMITED IS A COMMUNITY D				
	FORMATION AND INVESTMENTS IN TECHNOLOG WORKPLACES	GY COUPLED WITH A CON	TINUING SUPPLY OF REAL E	ESTATE WITH INFRASTRUCTURE	TO SUPPORT TECHNOLOGY
2	Did the organization undertake any si the prior Form 990 or 990-EZ? .		rvices during the year	which were not listed on	┌ Yes ┌ No
	If "Yes," describe these new services	on Schedule O			
3	Did the organization cease conducting services?		changes in how it con-	ducts any program	┌ Yes ┌ No
	If "Yes," describe these changes on S	chedule O			
4	Describe the exempt purpose achieve Section 501(c)(3) and (4) organization others, the total expenses, and reven	ns and 4947(a)(1) t	rusts are required to re	eport the amount of grants	
 4a	(Code) (Expenses \$	2,730,009	ıncludıng grants of \$) (Revenue \$	545,943)
	DEVELOPMENT AND MARKETING OF FORT C			. ,	· · ·
ļb	(Code) (Expenses \$	655,933	ıncludıng grants of \$) (Revenue \$	459,095)
	MANAGEMENT AND PROMOTION OF THE FRE	EDERICK R BRYDGES CU	STOMS CARGO CENTER		
ŀc	(Code) (Expenses \$	1,480,426	ıncludıng grants of \$) (Revenue \$)
-	DEVELOPMENT AND MARKETING OF THE DO		= = ') (Revenue \$,
1d	Other program services (Describe i	•			
	(Expenses \$	including grants of	\$) (Revenue \$)
4e	Total program service expenses \$	4,866,368	B Must equal Part IX,	Line 25, column (B).	

art IV	Checklist o	f Required	Schedules
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			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A	1	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors? 🕏	2	Yes	
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	3		N o
4	Section 501(c)(3) organizations Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II	4		Νo
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	5		
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.	6		Νο
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	7		Νο
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III	8		Νο
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.	9	Yes	
10	Did the organization hold assets in term, permanent,or quasi-endowments? If "Yes," complete Schedule D, Part V 🕏	10		Νo
11	Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable	11	Yes	
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 .	12	Yes	
13	Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13		N o
14a	Did the organization maintain an office, employees, or agents outside of the U S ?	14a		Νο
Ь	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	14b		No
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? <i>If "Yes," complete Schedule F, Part II</i>	15		No
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? <i>If</i> "Yes," complete Schedule F, Part III	16		No
17	Did the organization report more than \$15,000 on Part IX, column (A), line 11e? If "Yes," complete Schedule G, Part I	17		Νο
18	Did the organization report more than \$15,000 total on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	18		Νο
19	Did the organization report more than \$15,000 on Part VIII, line 9a? If "Yes," complete Schedule G, Part III	19		Νο
20	Did the organization operate one or more hospitals? If "Yes," complete Schedule H	20		Νο
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	21		Νο
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	22		Νο
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? If "Yes," complete Schedule J	23	Yes	
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. If "No," go to question 25	24a		Νο
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
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?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
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	25a		No
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	25b		No
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	26		Νο
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	27		No

Part VI . . .

Part IV Checklist of Required Schedules (Continued)

			res	NO
28	During the tax year, did any person who is a current or former officer, director, trustee, or key employee			
а	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	28a	Yes	
b	Have a family member who had a direct or indirect business relationship with the organization? If "Yes," complete Schedule L, Part IV	28b	Yes	
c	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.	28c		Νo
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	29		Νo
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30		Νο
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31		Νο
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		Νo
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations section 301 7701-2 and 301 7701-3? If "Yes," complete Schedule R, Part I	33	Yes	
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1	34	Yes	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	35		Νο
36	501(c)(3) organizations Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2	36		Νο
37	Did the organization conduct more than 5 percent of its activities through an entity that is not a related	37		Νo

Pai	t V Statements Regarding Other IRS Filings and Tax Compliance	:e				
					Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal					
	of U.S. Information Returns. Enter -0- if not applicable					
		1a	47			
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
С	Did the organization comply with backup withholding rules for reportable payments t	o ven	dors and reportable			
	gaming (gambling) winnings to prize winners?			1c	Yes	
2a	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	2a	30			
b	If at least one is reported in 2a, did the organization file all required federal employs Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file this	nent t	ax returns?	2b	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more durin			3a	Yes	
L	return?	odulo.		3b	Yes	
4a	At any time during the calendar year, did the organization have an interest in, or a s			30	165	
	over, a financial account in a foreign country (such as a bank account, securities ac account)?			4a		No
b	If "Yes," enter the name of the foreign country					
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 , <i>Re Financial Accounts</i> .	eport o	f Foreign Bank and			
5a	Was the organization a party to a prohibited tax shelter transaction at any time duri	ng the	tax year?	5a		Νο
b	$\label{eq:definition} \mbox{Did any taxable party notify the organization that it was or is a party to a prohibited}$	tax sh	nelter transaction?	5b		Νo
c	If "Yes," to 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exemp Tax Shelter Transaction?	t Entit	ty Regarding Prohibited	5c		
6a	Did the organization solicit any contributions that were not tax deductible?			6a		Νο
b	If "Yes," did the organization include with every solicitation an express statement the were not tax deductible?	nat su	ch contributions or gifts	6b		
7	Organizations that may receive deductible contributions under section 170(c).					
а	Did the organization provide goods or services in exchange for any quid pro quo con	itribut	ion of \$75 or	7a		Νo
h	more? If "Yes," did the organization notify the donor of the value of the goods or services p	rovide	.d2	7b		
	Did the organization sell, exchange, or otherwise dispose of tangible personal prope			70		
	file Form 8282?	•	·	7c		Νo
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	0			
е	Did the organization, during the year, receive any funds, directly or indirectly, to pay	, prem	nums on a personal			
	benefit contract?			7e		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a pers			7f		No
g	For all contributions of qualified intellectual property, did the organization file Form 8		•	7g		No
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization frequired?	ile a F	orm 1098-C as	7h		Νο
8	Section $501(c)(3)$ and other sponsoring organizations maintaining donor advised funds a supporting organizations. Did the supporting organization, or a fund maintained by a sexcess business holdings at any time during the			8		
9	year?					
	Did the organization make any taxable distributions under section 4966?			9a		
a b	Did the organization make a distribution to a donor, donor advisor, or related person			9a 9b		
10	Section 501(c)(7) organizations. Enter			- 50		
	Initiation fees and capital contributions included on Part VIII, line 12	10a	I			
	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	Section 501(c)(12) organizations Enter					
	Gross income from members or shareholders					
L	Gross income from other courses (Do not not amounts due annual to other courses	11a				
D	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b				
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in	n lieu d	of Form 1041?	12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the	12b				
	year					

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	

tion A. Consuming Rody and Management

			165	140						
	For each "Yes" response to lines 2-7 below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.									
1a	Enter the number of voting members of the governing body 1a 44									
b	Enter the number of voting members that are independent 1b 42									
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?									
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?									
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?									
5	Did the organization become aware during the year of a material diversion of the organization's assets?									
6	Does the organization have members or stockholders?									
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?									
b	b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?									
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following									
а	the governing body?	8a	Yes							
b	each committee with authority to act on behalf of the governing body?	8b	Yes							
9a	Does the organization have local chapters, branches, or affiliates?	9a		Νo						
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?	9b								
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	10	Yes							
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	11		No						

Section B. Policies

			Yes	No
12a	Does the organization have a written conflict of interest policy? If "No", go to line 13	12a	Yes	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done	12c	Yes	
13	Does the organization have a written whistleblower policy?	13		Νo
14	Does the organization have a written document retention and destruction policy?	14		Νo
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			
а	The organization's CEO, Executive Director, or top management official?	15a	Yes	
b	Other officers or key employees of the organization?	15b	Yes	
	Describe the process in Schedule O			
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?	16a		Νο
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?	16b		

Section C. Disclosure

- 17 List the States with which a copy of this Form 990 is required to be filed MI
- Section 6104 requires an organization to make its Form 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. 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. See Additional Data Table
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization

LISA ALBRANT PO BOX 1438 BATTLE CREEK,MI 49016 (269) 962-7526

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

Check this box if the organization did not compensate any officer, director, trustee or key employee

- * List all of the organization's **current** officers, directors, trustees (whether individuals or organizations) and key employees 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, or 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

The check this box in the organization and i	·	Posit	(C) chec	:k al				(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F)
(A) Name and Title	(B) Average hours per week	Individual Trustee or Chrector	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W- 2/1099MISC)		Estimated amount of other compensation from the organization and related organizations
							-			

Part VII Continued

			tion that a			all			(E)	(F)
(A) Name and Title	(B) Average hours per week	Individual Trustee or Director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W- 2/1099MISC)	Reportable compensation from related organizations (W- 2/1099- MISC)	Estimated amount of other compensation from the organization and related organizations
			ļ							
							\vdash			
			\vdash							
1b Total		<u> </u>	<u>. </u>	<u>. </u>			 	272,600) C	87,800

Total number of individuals (including those in 1a) who received more than \$100,000 in reportable compensation from the organization ►2

			Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3		Νο
4	For any individual listed online 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such			
	ındıvıdual	4	Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? If "Yes," complete Schedule J for such person	5		No

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A) Name and business address	(B) Description of services	(C) Compensation				
AGSO WEST DICKMAN DOAD	FEES FOR MANAGING FOREIGN TRADE	126,000				
ASSOCIATION OF FOOD AND DRUG OFFICIALS 2550 KINGSTON ROAD SUITE 311 YORK, PA 17402	RESEARCH	109,265				
STEPHEN BENOIT 5265 SADDLE CLUB DRIVE KALAMAZOO, MI 49009	CONSULTING	106,882				
2 Total number of independent contractors (including those in 1) who received more than \$100,000 in compensation from the organization						

Statement of Revenue

					(A) Total Revenue	(B) Related or Exempt Function Revenue	(C) Unrelated Business Revenue	(D) Revenue Excluded from Tax under IRC 512, 513, or 514
	1a	Federated can	npaigns 1a					
m ts	b	Membership d	ues					
Contributions, gifts, grants and other similar amounts	С	Fundraising ev	1b /ents 1c					
<u>#</u>	d	Related organ	ızatıons1d					
E)	e	Government gran	its (contributions) 1e	3,730,000				
ution her s	f		tions, gifts, grants, and not included above	1,962,677				
ontrij nd ot	g		1f ributions included in					
ु ख	h		es 1a-1f)		5,692,677			
				Business Code				
an	2a	Rent		561,000	633,458	633,458		
wen	ь	CONTRACT REVE	NUE	561,000	194,358	194,358		
2 2	С	ADMINISTRATION	I FEES	561,000	130,000	130,000		
MCK	d	EXPENSE REIMBU	JRSEMENT	561,000	56,667	56,667		
Ř	e			302,000	33,031	33,031		
Program Serwce Revenue	f	All other prog	ram service revenue					
Š	g	Total. Add line ► \$ 1,014,483	es 2a-2f					
	3		come (including divid	dends, interest				
			imounts)	· •	126,762			126,762
	4	Income from inve	estment of tax-exempt bo	ond proceeds				
	5	Rovalties .		*				
		,	(ı) Real	(II) Personal				
	6a	Gross Rents	. ,	6,600				
	b	Less rental expenses		21,479				
	С	Rental income		-14,879				
	d	or (loss) Net rental inco	ome or (loss)		-14,879		-14,879	
			(ı) Securities	(II) O ther				
	7a	Gross amount from sales of assets other	1,975,950	195				
	ь	than inventory Less cost or other basis and	1,984,092	195				
	c	sales expenses Gaın or (loss)	-8,142					
	d	Net gain or (lo	ss)	. •	-8,142	-8,142		
Other Revenue	8a	Gross income events (not in	from fundraising cluding ns reported on line					
ě			e G ıf total exceeds					
Ē.	ь		a					
othe	c		xpenses b (loss) from fundraisi	ng events				
	9a	Gross income activities See Complete Sched exceeds \$15,00	e part IV , line 19 dule G if total					
	ь	less directe	xpensesb					
	с		(loss) from gaming a	activities •-				
	10a		finventory, less lowances . a					
	b	Less cost of	goods sold b					
	С		(loss) from sales of					
		Miscellaneou		Business Code	220 202			220 202
	11a	MISCELLANE	OUSINCOME	900,099	220,203			220,203
	Ь							
	С							
	d	All other rever						
	е	Total. Add line	es 11a-11d	 \$ 220,203				
	12	8c,	. Add lines 1h, 2g, 3	, 4, 5, 6d, 7d,	7,031,104	1,006,341	-14,879	346,965

Part IX Statement of Functional Expenses

A	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 ı	not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses					
1	Grants and other assistance to governments and organizations in the U S See Part IV, line 21									
2	Grants and other assistance to individuals in the U.S. See Part IV, line 22									
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	468,148	327,704	140,444						
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	977,823	684,476							
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	215,210	150,647	64,563						
9	Other employee benefits	359,181	251,427	107,754						
10	Payroll taxes	130,226	91,158	39,068						
11	Fees for services (non-employees)									
а	Management	126,000	126,000							
b	Legal	26,406	18,484	7,922						
c	Accounting	19,883	3,000	16,883						
d	Lobbying									
e	Professional fundraising See Part IV, line 17									
f	Investment management fees									
g	Other	644,990	451,493	193,497						
12	Advertising and promotion	96,128	96,128							
13	Office expenses									
14	Information technology									
15	Royalties									
16	Occupancy	209,407	146,585	62,822						
17 18	Payments of travel or entertainment expenses for any Federal,	19,021	13,315	5,706						
19	state or local public officials	226,690	158,683	68,007						
20	Interest	369,639	258,747	110,892						
20 21	Payments to affiliates	309,039	230,747	110,092						
22	Depreciation, depletion, and amortization	247,544	173,281	74,263						
22 23	Insurance	50,866	35,606	15,260						
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)	30,000	25,000	10,200						
а	SPECIAL PROJECTS	1,482,967	1,482,967							
	UTILITIES	189,570	132,699	56,871						
c	MISCELLANEOUS	106,984	74,886	32,098						
_	EQUIPMENT RENTAL AND MA	93,197	65,238	27,959						
	ASSOCIATIONS	48,814	34,170	14,644						
	All other expenses	128,105	89,674	38,431						
25	Total functional expenses. Add lines 1 through 24f	6,236,799	4,866,368	1,370,431	(
26	Joint Costs. Check 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	,,-3	, 11,13	, -,						

Part X	Balance	Shoot

				(A) Beginning of year		(B) End of year
	1	Cash—non-interest-bearing		3,834,575	1	2,677,533
	2	Savings and temporary cash investments			2	
	3	Pledges and grants receivable, net			3	
	4	Accounts receivable, net		176,558	4	367,888
	5	Receivables from current and former officers, directors, trustees, key employees other related parties <i>Complete Part II of Schedule L.</i>	or		5	
	6	Receivables from other disqualified persons (as defined under section $4958(f)(1)$ persons described in section $4958(c)(3)(B)$ Complete Part II of Schedule L) and		6	
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use		13,797	8	10,171
20	9	Prepaid expenses and deferred charges		193,225	9	254,845
Assets	10a	Land, buildings, and equipment cost basis 10a 8,	045,647			
	b	Less accumulated depreciation Complete Part VI of	926,336	6,159,851	10c	6,119,311
	11	Investments—publicly traded securities		2,379,853	11	3,884,246
	12	Investments—other securities See Part IV, line 11 Complete Part VII of Schedule D			12	
	13	Investments—program-related See Part IV, line 11 Complete Part VIII of Schedule D .			13	
	14	Intangible assets			14	
	15	Other assets See Part IV, line 11 Complete Part IX of Schedule D		3,761,347	15	3,589,261
	16	Total assets. Add lines 1 through 15 (must equal line 34)		16,519,206	16	16,903,255
	17	Accounts payable and accrued expenses .		837,826	17	831,493
	18	Grants payable			18	
	19	Deferred revenue			19	
	20	Tax-exempt bond liabilities		1,120,000	20	1,120,000
<u>, 6</u>	21	Escrow account liability Complete Part IV of Schedule D			21	21,174
Liabilities	22	Payable to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified				
Ë		persons Complete Part II of Schedule L			22	
	23	Secured mortgages and notes payable to unrelated third parties		3,270,030	23	2,847,987
	24	Unsecured notes and loans payable			24	
	25	Other liabilities Complete Part X of Schedule D		2,045,704	25	2,042,650
	26	Total liabilities. Add lines 17 through 25		7,273,560	26	6,863,304
seo		Organizations that follow SFAS 117, check here ▶ ↓ and complete lines 27 through 29, and lines 33 and 34.				
Balance	27	Unrestricted net assets		8,129,622	27	8,673,705
8 8	28	Temporarily restricted net assets		1,116,024	28	1,366,246
됟	29	Permanently restricted net assets			29	
or Fund		Organizations that do not follow SFAS 117, check here ► ☐ and complete lines 30 through 34.				
S.	30	Capital stock or trust principal, or current funds			30	
Assets	31	Paid-in or capital surplus, or land, building or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
Net	33	Total net assets or fund balances		9,245,646	33	10,039,951
_	34	Total liabilities and net assets/fund balances		16,519,206	34	16,903,255
Pa	rt XI	Financial Statements and Reporting				

ParitXI	Financial	Statements	and Reporting

			Yes	No
1	Accounting method used to prepare the Form 990			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		Νo
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
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	Yes	
3а	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		Νo
b	If "Yes," did the organization undergo the required audit or audits?	3b		

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As Filed Data -

DLN: 93493137008350

OMB No 1545-0047

SCHEDULE A (Form 990 or 990EZ)

Department of the Treasury Internal Revenue Service

Public Charity Status and Public Support

To be completed by all section 501(c)(3) organizations and section 4947(a)(1)nonexempt charitable trusts. Attach to Form 990 or Form 990-EZ. See separate instructions.

Open to Public Inspection

		n e organizat i K UNLIMITED I						Em	ployer ide	nt if icat io	n number	
DATTL	E CKEE	K ONTHILED I	INC					38	-195180	5		
Pa	rt I	Reason	for Public C	harity Status (to be co	mpleted	bv all or	ganizatio					
				ation because it is (Please								
1	Γ	A church, o	onvention of cl	nurches, or association of ch	nurches de	scribed in	Section 1	L70(b)(1)	(A)(i).			
2	Γ	A school described in Section 170(b)(1)(A)(ii). (Attach Schedule E)										
3	Γ	A hospital	or a cooperativ	e hospital service organizati	ion descril	bed in Sec	tion 170(l	o)(1)(A)(i	ii). (Attac	h Schedul	le H)	
4	Γ		research organi name, city, and	zation operated in conjuncti	on with a l	hospital d	escribed i	n Sect ion	170(b)(1)	(A)(iii). E	nter the	
5	г	•		for the benefit of a college or	runiversit	v owned o	r onerated	l hy a dove	rnmental	unit desc	rihed in	
-	,			(Complete Part II)	unii v ci bic	, 0,,,,,,,,,	, operates	, b, a gov		aint acce		
6	Г			overnment or governmental	unit descr	ihed in Se	ction 170	(b)(1)(A)	(v).			
7	, T	•		ally receives a substantial p						n the dene	aral nublic	
•	'	=		o)(1)(A)(vi) (Complete Par		опроте по	m a gove	illine ilear e	01 1101	ii tiic geiic	arai pabile	
8	Г		-	ped in Section 170(b)(1)(A)	•	nlete Par	+					
9	<u> </u>		•	ally receives (1) more than		•	•	ontribution	ns membe	rshin fees	and dross	
-	,	_		lated to its exempt functions					•	•		
		•		estment income and unrelate	-		•					
			•	on after June 30, 1975 See			•			,		
10	Г		-	and operated exclusively to					•	ee instruc	tions)	
11	Ė											
		An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes o one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See Section 509(a)(3). Che the box that describes the type of supporting organization and complete lines 11e through 11h a Type I b Type III c Type III - Functionally Integrated d Type III - Other										
e	Γ	•	foundation man	rtify that the organization is agers and other than one or			•			•	•	
f		If the organ		d a written determination fro	om the IRS	that it is	a Type I,	Type II o	r Type III	supportir	ng organization,	
g				as the organization accepted	d any gift	or contrib	utıon from	any of the	<u> </u>			
		following pe		r indirectly controls, either a	alona orto	andther wi	th nareons	describe	d in (ii)		Yes No	
			· ·	ing body of the the supported		_	in persons	describe	u III (II)	11g		
		· · · · · · · · · · · · · · · · · · ·	· -	erson described in (i) above	_					11g(
				ty of a person described in (hove?				11g(
h		` '		mation about the organizatio	., .,		supports			19(/	
						,						
	(i) Na	ame of	(ii) EIN	(iii) Type of organization	(iv) I	s the	(v) Did y	ou notify	(vi) I	s the	(vii) A mount of	
	Supp	orted		(described on lines 1-9	-	atıon ın		ınızatıon		ation in	support?	
	Organ	ıızatıon		above or IRC section (See Instructions))	col (i) your go	listed in		i) of your oort?		rganized US?		
				(See Instructions))	, ,	verning nent?	supp	ort	In the	057		
					Yes	No	Yes	No	Yes	No	1	
							1 35	···•	1	<u> </u>		
										1		

Total

Part II	Support Schedule for Organizations Described in IRC 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.)

Pι	ıblic Support		, ,	,				
Cale	endar 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 ")							
2	Tax revenues levied for the organization's							
	benefit and either paid to or expended on							
_	its behalf The value of services or facilities					 		
3	furnished by a governmental unit to the							
	organization without charge							
4	Total. Add line 1-3					<u> </u>		
5	The portion of total contribution by each							
5	person (other than a government unit or							
	publicly supported organization) included							
	on line 1 that exceed 2% of the amount							
	shown on line 11, column							
	· (f)							
6	Public Support subtract line 5 from line							
	4							
	otal Support		1		T			
	endar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) :	2008	(f) Total
7	A mounts from line 4							
8	Gross income from interest, dividends,							
	payments received on securities loans,							
	rents, royalties and income from similar							
_	sources							
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							
10	from the sale of capital assets (Explain in							
	Part IV)							
11	Total Support (Add lines 7 through 10)							
12	Gross receipts from related activities, etc	(See instructio	ns)		•	12		
13	First Five Years. If the Form 990 is for the	organization's f	irst second thu	d fourth or fifth	ntay vearas a F		3)	
	organization, check this box and stop here		mat, second, tim	u, rouren, or mer	rtax year as a s	/O1(C)(C	• •	▶ □
								•
Co	omputation of Public Support Perc	entage						
14	Public Support Percentage for 2008 (line 6	5 column (f) dıvı	ded by line 11 c	olumn (f))		14		
15	Public Support Percentage for 2007 School	dule A , Part IV -	A, line 26f			15		
16a	33 1/3% Test - 2008. If the organization di	d not check the	box on line 13.	and line 14 is 3	3 1/3% or more.		this box	
	and stop here. The organization qualifies a				,			▶ □
b	33 1/3% Test - 2007. If the organization d				15 is 33 1/3% d	r more,	check th	
	box and stop here. The organization qualifi	es as a publicly	supported orga	nızatıon				▶ □
17a	10% Facts and Circumstances Test - 2008.							
	more, and if the organization meets the "fa		•					· —
	organization meets the "facts and circums							► □
Ь	10% Facts and Circumstances Test - 2007.							
	more, and if the organization meets the "fa		•					_
4.0	the organization meets the "facts and circu							n ▶
18	Private Foundation. If the organization did	not check the b	oux on line 13, 1	oa, 160, 1/a or	1/D, check this	oox an	u see	▶ □
	ınstructions							F-1

Support Schedule for Organizations Described in IRC 509(a)(2)

	(Complete only if you check	ted the box or	i iine 9 or Part	. 1.)				
	ction A. Public Support		T		T			
	ndar year (or fiscal year beginning in)	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e)	2008	(f) Total
1	Gifts, grants, contributions, and	4,595,972	4,535,676	4,577,464	5,102,576		5,697,677	24,509,365
	membership fees received (Do not include any "unusual grants")	4,393,972	4,333,070	4,377,404	3,102,370		3,097,077	24,309,303
2	Gross receipts from admissions,							
_	merchandise sold or services performed,							
	or facilities furnished in any activity that	778,756	740,844	1,000,510	903,120		1,014,483	4,437,713
	is related to the organization's tax-							
	exempt purpose							
3	Gross receipts from activities that are							
	not an unrelated trade or business under							
	section 513							
4	Tax revenues levied for the							
	organization's benefit and either paid to or expended on its behalf							
5	The value of services or facilities							
3	furnished by a governmental unit to the							
	organization without charge							
6	Total Add lines 1-5	5,374,728	5,276,520	5,577,974	6,005,696		6,712,160	28,947,078
	Amounts included on lines 1, 2, and 3	440.750	50.402		750,000			
	received from disqualified persons	119,750	50,183		750,000			919,933
b	A mounts 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							
С	Total of lines 7a and 7b	119,750	50,183		750,000			919,933
8	Public Support (Substract line 7c from							28,027,145
T -	line 6)							
	tal Support	(-) 2004	(h) 2005	(-) 2006	(-1) 2007	(-)	2000	/5) T - 4 - 1
	ndar year (or fiscal year beginning in)	(a) 2004 5,374,728	(b) 2005 5,276,520	(c) 2006 5,577,974	(d) 2007 6,005,696	(e)	2008 6,712,160	(f) Total 28,947,078
9	A mounts from line 6	3,374,720	3,270,320	3,377,374	0,003,090		0,712,100	20,947,076
10a	Gross income from interest, dividends, payments received on securities loans,							
	rents, royalties and income from similar	40,370	59,663	133,732	148,910		133,362	516,037
	sources							
ь	Unrelated business taxable income (less							
_	section 511 taxes) from businesses							
	acquired after 30 June, 1975							
c	Add lines 10a and 10b	40,370	59,663	133,732	148,910		133,362	516,037
11	Net income from unrelated business							
	activities not included in line 10b,							
	whether or not the business is regularly							
	carried on							
12	Other income Do not include gain or loss	202.606	305.005	0.514	025 027		220 202	4 552 222
	from the sale of capital assets	293,686	205,905	8,511	825,027		220,203	1,553,332
	(Explain in Part IV)							
13	Total Support (Add lines 9, 10c, 11 and 12)							31,016,447
14	First Five Years If the Form 990 is for the o	rganization's fire	st second third	fourth or fifth	tay vear as a 50	11(c)(3) organiza	ation
	check this box and stop here	rgamzation s m:	st, second, tima	, iourtii, or iiitii i	lax year as a st	J I (C)(.	o) organizi	▶ □
								• •
Co	mputation of Public Support Perce	ntage						
15	Public Support Percentage for 2008 (line 8		ed by line 13 co	olumn (f))		15		90 360 %
16	Public Support Percentage for 2007 Sched	ule A , Part IV - A	, line 27g			16		94 100 %
	5	,						3.100 70
Co	mputation of Investment Income	Percentage						

17 Investment Income Percentage for 2008 (line 10c column (f) divided by line 13 col	olumn (f))	
--	------------	--

Investment Income Percentage from 2007 Schedule A, Part IV-A, line 27h 18

17	1 660	%
18	2 180	%

19a 33 1/3% 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 33 1/3% 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 Private Foundation If the organization did not check a box on line 14, 19a or 19b, check this box and see instructions



►V

Part IV	Supplemental Information. Complete this part to provide the information required by Part II, line 10; Part II, line 17a or 17b, or Part III, line 12. Provide and any other additional information. (see instructions)
	Facts and Circumstances Test

Schedule A (Form 990 or 990-EZ) 2008

Software ID: Software Version:

EIN: 38-1951806

Name: BATTLE CREEK UNLIMITED INC

Form 990, Part VII - Section Aaa

Form 990, Part VII - Section Aaa									Т	
		(C) Position (check all that apply)							(E)	(F)
(A) Name and Title	(B) Average hours per week	Individual Trustee or Director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W- 2/1099MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	Estimated amount of other compensation from the organization and related organizations
ELIZABETH COHEN , CHAIR	1 00	Х		Х				0	0	0
RENEE BREITBACH , 1ST VICE CHAIR	1 00	Х		Х				0	0	0
GREG LYMAN , 2ND VICE CHAIR	1 00	Х		Х				0	0	0
NELSON KARRE , SECRETARY	1 00	Х		Х				0	0	0
RICHARD FRANTZ , TREASURER	1 00	Х		Х				0	0	0
CHARLES BURNHAM , DIRECTOR	50	Х						0	0	0
DR CELESTE A CLARK , DIRECTOR	50	Х						0	0	0
JOHN GALLAGHER , DIRECTOR	50	Х						0	0	0
DR EDWARD HARING , DIRECTOR	50	Х						0	0	0
BRENDA HUNT , DIRECTOR	50	Х						0	0	0
BILL KNAPP , DIRECTOR	50	Х						0	0	0
WILLIAM MABIN , DIRECTOR	50	Х						0	0	0
KATHLEEN L MECHEM , DIRECTOR	50	Х						0	0	0
REBECCA ROCHO , DIRECTOR	50	Х						0	0	0
CINDY RUBLE , DIRECTOR	50	Х						0	0	0
EVENCIO SANCHEZ , DIRECTOR	50	Х						0	0	0
KEN TSUCHIYAMA , DIRECTOR	50	Х						0	0	0
SIDNEY ADAMS JR , DIRECTOR	50	Х						0	0	0
AL BINGER JR , DIRECTOR	50	Х						0	0	0
ALBERT C BOBROFSKY , DIRECTOR	50	Х						0	0	0
SUSAN BUCKLEY , DIRECTOR	50	Х						0	0	0
WILLIAM BURTON , DIRECTOR	50	Х						0	0	0
ROBERT CARR , DIRECTOR	50	Х						0	0	0
TALIA CHAMPLIN , DIRECTOR	50	Х						0	0	0
DR CHARLES COLEMAN , DIRECTOR	50	Х						0	0	0
HUGH COWARD , DIRECTOR	50							0	0	0
TOM DAVIS , DIRECTOR	50	Х						0	0	0
TIM KOOL , DIRECTOR	50	Х						0	0	0
NANCY LASSEN , DIRECTOR	50	Х						0	0	0
KATSUYOSHI MASUMOTO , DIRECTOR	50	Х						0	0	0

Form 990, Part VII - Section Aaa

Torin 550, rure vii Section Add											
		(C) Position (check all that apply)								(F)	
(A) Name and Title	(B) Average hours per week	Individual Trustee or Director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W- 2/1099MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	Estimated amount of other compensation from the organization and related organizations	
JAMES PARDOE , DIRECTOR	50	Х						0	0	0	
KEITH MARTENS , DIRECTOR	50	Х						0	0	0	
DAVID RILEY , DIRECTOR	50	Х						0	0	0	
DAVID SCHWEITZER , DIRECTOR	50	Х						0	0	0	
DAVID TOMKO , DIRECTOR	50	Х						0	0	0	
KAREN BOYER , DIRECTOR	50	Х						0	0	0	
BILL PROCHAZKA , DIRECTOR	50	Х						0	0	0	
TIMOTHY STAFFEN , DIRECTOR	50	Х						0	0	0	
STANLEY TOOLEY , DIRECTOR	50	Х						0	0	0	
SUSAN BALDWIN , ADVISORY MEMBER	50	x						0	0	0	
MAYOR BRUCE SMITH , ADVISORY MEMBER	50	Х						0	0	0	
JAMES L TREADWELL , ADVISORY MEMBER	50	Х						0	0	0	
ANDREW YANKAMA , DIRECTOR	50	Х						0	0	0	
TRACY MILLER , DIRECTOR	50	Х						0	0	0	
DENISE BROOKS-WILLIAMS , DIRECTOR	50	Х						0	0	0	
ERIC WIMBLEY , DIRECTOR	50	Х						0	0	0	
JAMES F HETTINGER , Officer	40 00			Х				172,517	0	52,300	
KARL DEHN , PRESIDENT/CEO	40 00			Х				100,083	0	35,500	
MAYOR MARK BEHNKE , ADVISORY MEMBER	50						х	0	0	0	
DR JOE SCHWARZ , ADVISORY MEMBER	50						х	0	0	0	

OMB No 1545-0047

Open to Public Inspection

SCHEDULE D (Form 990)

Department of the Treasury

Internal Revenue Service

▶ 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.

Supplemental Financial Statements

Name of the organization BATTLE CREEK UNLIMITED INC

Employer identification number 38-1951806

Pa	rt I Organizations Maintaining Donor A organization answered "Yes" to Form 99		unds or Accounts. Complete if the			
	organization answered Tes to Form 5.	(a) Donor advised funds	(b) Funds and other accounts			
1	Total number at end of year					
2	Aggregate Contributions to (during year)					
3	Aggregate Grants from (during year)					
4	Aggregate value at end of year					
5	Did the organization inform all donors and donor adv	isors in writing that the assets held in don	or advised			
	funds are the organization's property, subject to the		☐ Yes ☐ No			
6	Did the organization inform all grantees, donors, and used only for charitable purposes and not for the beinpermissible private benefit?	nefit of the donor or donor advisor or other	☐ Yes ☐ No			
Par	t II Conservation Easements. Complete	if the organization answered "Yes" to	o Form 990, Part IV, line 7.			
1	Purpose(s) of conservation easements held by the of Preservation of land for public use (e.g., recreat Protection of natural habitat Preservation of open space	ion or pleasure) Preservation of an	historically importantly land area rtified historic structure			
_						
2	Complete lines 2a-2d if the organization held a qual on the last day of the tax year	ified conservation contribution in the form	Held at the End of the Year			
а	Total number of conservation easements		2a			
ь		-	2b			
c	Total acreage restricted by conservation easement		2c			
d	Number of conservation easements on a certified h	` ,				
	Number of conservation easements included in (c)	•	2d			
3	Number of conservation easements modified, transfe the taxable year ►	erred, released, extinguished, or terminate	d by the organization during			
4	Number of states where property subject to conserv	ation easement is located ►				
5	Does the organization have a written policy regardin enforcement of the conservation easements it holds		ations, and Yes No			
6	Staff or volunteer hours devoted to monitoring, inspe	ecting and enforcing easements during the	year ►			
7	A mount of expenses incurred in monitoring, inspect	ng, and enforcing easements during the ye	ear ► \$			
8	Does each conservation easement reported on line $170(h)(4)(B)(i)$ and $170(h)(4)(B)(ii)$?	2(d) above satisfy the requirements of sec	tion Yes No			
9	In Part XIV, describe how the organization reports of balance sheet, and include, if applicable, the text of the organization's accounting for conservation ease	the footnote to the organization's financial ments	statements that describes			
Par	Complete if the organization answered		or Other Similar Assets.			
1a	If the organization elected, as permitted under SFAS art, historical treasures, or other similar assets held provide, in Part XIV, the text of the footnote to its file.	for public exhibition, education or researc	ch in furtherance of public service,			
b	If the organization elected, as permitted under SFAS historical treasures, or other similar assets held for provide the following amounts relating to these item	public exhibition, education, or research in				
	(i) Revenues included in Form 990, Part VIII, line 1	L	▶ \$			
	(ii) Assets included in Form 990, Part X		► \$			
2	If the organization received or held works of art, hist following amounts required to be reported under SFA		or financial gain, provide the			
а	Revenues included in Form 990, Part VIII, line 1		► \$			
b	Assets included in Form 990, Part X					

Part	Organizations Maintaining Collections of Art	<u>, His</u>	stori	cal Treasu	ires, or Othe	<u>r Similar Asse</u>	ets (c	ontınued)
3	Using the organization's accession and other records, check any items (check all that apply)	of th	he fol	lowing that ar	e a significant u	se of its collectio	n	
а	Public exhibition	d	Γ	Loan or exc	hange programs			
b	Scholarly research	e	Γ	Other				
С	Preservation for future generations							
4	Provide a description of the organization's collections and explain Part XIV	ın ho	w the	y further the o	organization's ex	empt purpose in		
5	During the year, did the organization solicit or receive donations assets to be sold to raise funds rather than to be maintained as					ıılar	Yes	┌ No
Par	Trust, Escrow and Custodial Arrangements. Part IV, line 9, or reported an amount on Form 99				anızatıon answ	ered "Yes" to F	orm 9	90,
1a	Is the organization an agent, trustee, custodian or other interme included on Form 990, Part X?	dıary	forc	ontributions	or other assets 1	not	Yes	✓ No
b	If "Yes," explain why in Part XIV and complete the following tabl	е						
						A mo	unt	
С.	Beginning balance				1c			
d	Additions during the year				1d			
e	Distributions during the year				1e			
f	Ending balance				1f			
2a	Did the organization include an amount on Form 990, Part X, line	21?	•			 ~	Yes	∏ No
	If "Yes," explain the arrangement in Part XIV							
Pa	rt V Endowment Funds. Complete if the organization						- \ Farra \	You ro Do ok
_	(a)Current Year	(D)Prior	real (c)IW	o Years Back (d)	Three Years Back (e)rour r	ears back
1a	Beginning of year balance							
b	Contributions							
С.	Investment earnings or losses							
d	Grants or scholarships							
e	Other expenditures for facilities and programs							
f	Administrative expenses							
g	End of year balance							
2	Provide the estimated percentage of the year end balance held a	ıs						
а	Board designated or quasi-endowment 🕨							
ь	Permanent endowment -							
С	Term endowment ▶							
3a	Are there endowment funds not in the possession of the organiza	ation	that	are held and a	administered for	the		
	organization by						Yes	No
	(i) unrelated organizations	•				3a(i)	↓	<u> </u>
_	(ii) related organizations					3a(ii)	 	
	If "Yes" to 3a(II), are the related organizations listed as required					3b		<u></u>
4	Describe in Part XIV the intended uses of the organization's end				- 1 1/ 1 40			
Раг	t VI Investments—Land, Buildings, and Equipmen	nt. S			T .			
	Description of investment) Cost or other is (investment)	(b)Cost or other basis (other)	(c) Depreciation	(d) Bo	ook value
1a	Land	ı	1		350,000			350,000
b I	Buildings				7,183,028	1,717,712	-	5,465,316
c I	Leasehold improvements							
	Equipment				512,619	208,624		303,995
e (Other							
Tota	I. Add lines 1a-1e (Column (d) should equal Form 990, Part X, colun	nn (B), line	10(c).)		►		6,119,311
						Schedule D (Form 9	990) 2008

uncertain tax positions under FIN 48

Part VIII Investments—Other Securities. S	ee Form 990, Part X, line 12.	(a) Mathada Garlantan
(a) Description of security or cateory (including name of security)	(b)Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives and other financial products		·
Closely-held equity interests		
Other		
Total. (Column (b) should equal Form 990, Part X, col (B) line 12)	F	
Part VIII Investments—Program Related.		(c) Method of valuation
(a) Description of investment type	(b) Book value	Cost or end-of-year market value
Total. (Column (b) should equal Form 990, Part X, col (B) line 13)	j.	
Part IX Other Assets. See Form 990, Part X		
(a) Des		(b) Book value
DUE FROM BATTLE CREEK ECONOMIC DEVELOPME	NT AUTHORITY	3,255,818
LOAN ISSUE COSTS (NET OF AMORT OF \$27,899)		33,265
Riverfront Condo's Improvement funds		290,178
NOTES RECEIVABLE FROM DOWNTOWN BUSINESS	(GARY FIELD'S)	10,000
Total. (Column (b) should equal Form 990, Part X, col.(B) III	ne 15.)	
Part X Other Liabilities. See Form 990, Par		•
	(X, III 6 23.	
(a) Description of Liability	(b) A mount	
(a) Description of Liability Federal Income Taxes		
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT	(b) A mount	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY	(b) A mount	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY ACCRUED INTEREST	(b) A mount 948,889 202,811	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY	(b) A mount	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY ACCRUED INTEREST	(b) A mount 948,889 202,811	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY ACCRUED INTEREST	(b) A mount 948,889 202,811	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY ACCRUED INTEREST	(b) A mount 948,889 202,811	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY ACCRUED INTEREST	(b) A mount 948,889 202,811	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY ACCRUED INTEREST	(b) A mount 948,889 202,811	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY ACCRUED INTEREST	(b) A mount 948,889 202,811	
Federal Income Taxes DUE TO BATTLE CREEK DOWNTOWN DEVELOPMENT AUTHORITY ACCRUED INTEREST	(b) A mount 948,889 202,811	

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	7,031,10
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	6,236,79
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	794,30
4	Net unrealized gains (losses) on investments	4	
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	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9	10	794,30
Pari	XIII Reconciliation of Revenue per Audited Financial Statements With Revenue p	er Ret	
1	Total revenue, gains, and other support per audited financial statements	1	7,052,58
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
а	Net unrealized gains on investments		
b	Donated services and use of facilities		
c	Recoveries of prior year grants		
d	Other (Describe in Part XIV) 2d		
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	7,052,58
4	A mounts included on Form 990, Part VIII, line 12, but not on line 1		
а	Investment expenses not included on Form 990, Part VIII, line 7b . 4a		
b	Other (Describe in Part XIV) 4b -21,479		
c	Add lines 4a and 4b	4c	-21,47
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)	5	7,031,10
Part	Reconciliation of Expenses per Audited Financial Statements With Expenses	per R	eturn
1	Total expenses and losses per audited financial statements	1	6,258,27
2	A mounts included on line 1 but not on Form 990, Part IX, line 25		
а	Donated services and use of facilities		
b	Prior year adjustments		
С	Losses reported on Form 990, Part IX, line 25		
d	Other (Describe in Part XIV)		
е	Add lines 2a through 2d	2e	21,47
3	Subtract line 2e from line 1	3	6,236,79
4	A mounts included on Form 990, Part IX, line 25, but not on line 1:		
а	Investment expenses not included on Form 990, Part VIII, line 7b 4a		
b	Other (Describe in Part XIV)		
С	Add lines 4a and 4b	4c	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	6,236,79

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

Ident if ier	Return Reference	Explanation
Part IV, Line 2b		BCU is fiduciary of a community fund that periodically recognizes a local citizen for their outstanding contributions to the community
Part XII, Line 4b - Other Adjustments		Rental Expense -21479
Part XIII, Line 2d - Other Adjustments		Rental Expense 21479

DLN: 93493137008350

Schedule J (Form 990)

Department of the Treasury

Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest **Compensated Employees**

► Attach to Form 990. To be completed by organizations that answered "Yes" to Form 990, Part IV, line 23.

OMB No 1545-0047 2008

> Open to Public Inspection

Name of the organization BATTLE CREEK UNLIMITED INC **Employer identification number**

38-1951806

Pa	rt I Questions Regarding Compensatio	n				
					Yes	Νo
1a	Check the appropriate box(es) if the organization pro 990, Part VII, Section A, line 1a Complete Part II.					
	First class or charter travel	Γ	Housing allowance or residence for personal use			
	Travel for companions	Γ	Payments for business use of personal residence			
	Tax idemnification and gross-up payments	고	Health or social club dues or initiation fees			
	Discretionary spending account	Γ	Personal services (e g , maid, chauffeur, chef)			
b	If line 1a is checked, did the organization follow a w provision of all the expenses described above? If "N			1b		No
2	Did the organization require substantiation prior to officers, directors, trustees, and the CEO/Executive			2	Yes	
3	Indicate which, if any, of the following the organization's CEO/Executive Director Check all t		·			
	Compensation committee		Written employment contract			
	Independent compensation consultant		Compensation survey or study			
	Form 990 of other organizations	<u> -</u>	Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990,	Part VI	I, Section A, line 1a			
а	Receive a severance payment or change of control	paymen [.]	t?	4a		Νo
b	Participate in, or receive payment from, a suppleme	ntal nor	nqualified retirement plan?	4b		Νo
c	Participate in, or receive payment from, an equity-b	ased co	mpensation arrangement?	4c		Νo
	If "Yes" to any of lines 4a-c, list the persons and pi	ovide th	ne applicable amounts for each item in Part III			
	501(c)(3) and 501(c)(4) organizations only must co	mplete	lines 5-8.			
5	For persons listed in form 990, Part VII, Section A, compensation contingent on the revenues of	line 1a	, did the organization pay or accrue any			
а	The organization?			5a		Νo
b	Any related organization?			5b		Νo
	If "Yes," to line 5a or 5b, describe in Part III					
6	For persons listed in form 990, Part VII, Section A, compensation contingent on the net earnings of	line 1a	, did the organization pay or accrue any			
а	The organization?			6a		Νo
b	Any related organization?			6b		Νo
	If "Yes," to line 6a or 6b, describe in Part III					
7	For persons listed in form 990, Part VII, Section A, payments not described in lines 5 and 6? If "Yes,"			7		No
8	Were any amounts reported in Form 990, Part VII, subject to the initial contract exception described in Part III		•			N.o.

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 if additional space needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations described in the instructions on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(I)-(III) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

(A) Name	(B) Breakdown of	W-2 and/or 1099-MI	SC compensation	(C) Deferred	(D) Nontaxable	(E) Total of columns	(F) Compensation
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other compensation	compensation	benefits	(B)(ı)-(D)	reported in prior Form 990 or Form 990-EZ
JAMES F HETTINGER (II	. I			13,300	39,000	224,817	
(ii)						
(i)							
(ii)						
(i)							
(ii							
(i)							
(ii)						
(i)							
(ii)						
(i)							
(ii)						
(i)							
(ii)						
(i)							
(ii)						

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 4c, 5a, 5b, 6a, 6b, 7, and 8 Also complete this part for any additional information

Ident if ier	Ret urn Ref erence	Explanation
	,	CHARTERED FLIGHTS WERE USED TO TRANSPORT A GROUP OF LOCAL INDIVIDUALS WHO WERE PARTICIPATING IN A JOINT MEETING STAFF ARRANGED FOR THE FLIGHT, AND THE BILL WAS PAID DIRECTLY BY BCU A MEMBERSHIP IS MAINTAINED AT THE BATTLE CREEK COUNTRY CLUB IN THE NAME OF THE PRESIDENT AND CEO BCU DIRECTLY PAYS THE MONTHLY BILL FOR THE MEMBERSHIP WHICH IS MAINTAINED SO THAT THE FACILITIES CAN BE USED FOR HOSTING PROSPECTS
	1	A WRITTEN POLICY IS IN PROCESS AND WILL BE COMPLETED IN THE CURRENT FISCAL YEAR AND PRESENTED TO THE BOARD OF DIRECTORS FOR ITS APPROVAL
		<u> </u>
	 	
	 	
	1	

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DLN: 93493137008350

OMB No 1545-0047

Open to Public Inspection

Schedule L

(Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

► Attach to Form 990 or Form 990-EZ. ► To be completed by organizations that answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V lines 38b or 40b.

Transactions with Interested Persons

Name of the organization **Employer identification number** BATTLE CREEK UNLIMITED INC Part I Excess Benefit Transactions (section 501(c)(3) and section 501 (c)(4) organizations only). To be completed by organizations that answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b (c) Corrected? (a) Name of disqualified person 1 (b) Description of transaction Yes 2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under 3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization. Loans to and/or From Interested Persons To be completed by organizations that answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a (b) Loan to or Approved (e) In (g)Written from the (a) Name of interested person and (c)Original principal default? (d)Balance due by board or agreement? organization? amount purpose committee? Τо From Yes Yes Yes No **Grants or Assistance Benefitting Interested Persons** Part III To be completed by organizations that answered "Yes" on Form 990, Part IV, line 27. (b)Relationship between interested person (a) Name of interested person (c)A mount of grant or type of assistance and the organization

Business Transactions Involving Interested Persons

To be completed by organizations that answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of Interested person	(b) Relationship between interested person and the	(c) A mount of transaction	(d) Description of transaction	organı	arıng of zatıon's nues?		
	organization						
JANETTE A FRANTZ	WIFE OF RICHARD FRANTZ, OFFICER		EMPLOYEE OF ORGANIZATION MARRIED OFFICER OF ORGANIZATION DURING REPORTING YEAR		No		

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As Filed Data -

DLN: 93493137008350

Employer identification number

38-1951806

OMB No 1545-0047

2008

Open to Public Inspection

SCHEDULE 0

(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.

Name of the organization BATTLE CREEK UNLIMITED INC

ldentifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 4		The organization amended the by-law's effective 6/25/2009

ldentifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 6		MEMBERS

ldentifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 7a		THE MEMBERS ELECT NEW MEMBERS TO FILL VACANCIES WHEN THEY OCCUR

ldentifier	Return Reference	Explanation
Form 990, Part VI, Section A, line 10		990 IS REVIEWED BY THE CFO AND CONTROLLER

ldentifier	Return Reference	Explanation
Form 990, Part VI, Section B, line 12c		OFFICERS, DIRECTORS, TRUSTEES AND KEY EMPLOYEES ARE REQUIRED TO DISCLOSE ANY CONFLICT OF INTEREST IMMEDIATELY UPON OCCURRENCE

ldentifier	Return Reference	Explanation
Form 990, Part VI, Section B, line 15		An evaluation form is given to personnel committee and CEO to fill out. The committee tallies or averages each question. They then all meet to discuss the evaluation and salary review.

ldentifier	Return Reference	Explanation
Form 990, Part VI, Section C, line 19		DOCUMENTS WILL BE MADE AVAILABLE UPON REQUEST

ldentifier	Return Reference	Explanation
form 990, section xi, line 2c		The organizations policy on oversight of the audit has not changed from the prior year

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

DLN: 93493137008350

SCHEDULE R (Form 990)

Name of the organization

Related Organizations and Unrelated Partnerships

2008 No 1545-0047

2008

Open to Public Inspection

Schedule R (Form 990) 2008

Employer identification number

Department of the Treasury
Internal Revenue Service

ATTEL CREEK ONEPITED INC				38-1951806	
Part I Identification of Disregarded Entities					
(A) Name, address, and EIN of disregarded entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Total income	(E) End-of-year assets	(F) Direct controlling entity
EAST HAMBLIN AVENUE ENTERPRISES LLC PO BOX 1438 BATTLE CREEK, MI 49016 38-1951806	ACQUIRE REAL ESTATE FOR DEVELOPMENT	MI			BATTLE CREEK UNLIMITED INC
RIVERFRONT CONDOMINIUM DEVELOPMENT OF BATTLE CREEK LLC PO BOX 1438 BATTLE CREEK, MI 49016 20-8810777	RENOVATION OF REAL PROPERTY FOR REDEVELOPMENT	MI			BATTLE CREEK UNLIMITED INC
WHITSUN HOLDINGS LLC PO BOX 1438 BATTLE CREEK, MI 49016 20-1768600	LESSOR OF REAL ESTATE	MI			BATTLE CREEK UNLIMITED INC
Part II Identification of Related Tax-Exempt Organia	zations				
(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity
NATIONAL CENTER FOR FOOD PROTECTION 4950 W DICKMAN ROAD BATTLE CREEK, MI49015 26-4736337	FOOD PROTECTION PROGRAM DEVELOPMENT	MI	501(c)(3)	7	BATTLE CREEK UNLIMITED INC
INTERNATIONAL FOOD PROTECTION INSTITUTE 1950 W DICKMAN ROAD BATTLE CREEK, MI49015 26-4689568	EDUCATION AND TRAINING	MI	501(c)(3)	7	BATTLE CREEK UNLIMITED INC

Cat No 50135Y

(A) Name, address, and EIN of related organization	Prim	(B) nary activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	incom	(E) lominant le(related, lestment, related)	Share	(F) e of total income	(G) Share of end-of- year assets	(H Disprop allocat	l) ortionate tions?	Code V—UBI amount on Box 20 of K-1		iral o aging ner?
										Yes	No		Yes	No
Part IV Identification of R	Related	l Organizations	Taxable as	a Corporation	ı or Tr	ust								
(A) Name, address, and EIN of related organ		(B) Primary activity		(C) Legal domicile (state or foreign country)		(D) Direct contro	olling	(E) Type of entity (C corp, S corp or trust)	(F) Share of total income	end	(G) hare of l-of-yea assets	(H) Percentage r ownership		

Part V	Transactions with Related Organizations
--------	---

Pel	τν	Transactions with Related Organizations				
	Note.	Complete line 1 if any entity is listed in Parts II, III or IV			Yes	No
1 Du	rıng th	e tax year, did the orgranization engage in any of the following transaction	ns with one or more related organizations listed in Parts II-	·IV?		
а	Recei	pt of (i) ınterest (ii) annuıtıes (iii) royaltıes (iv) rent from a controlled entı	ıty	Ī	1a	No
b	Gıft, g	rant, or capital contribution to other organization(s)		1	1b	No
c	Gıft, g	rant, or capital contribution from other organization(s)		1	1c	No
d	Loans	or loan guarantees to or for other organization(s)		1	1d	No
e	Loans	or loan guarantees by other organization(s)		[1	1e	No
f	Sale o	fassets to other organization(s)		1	1f	No
g	Purch	ase of assets from other organization(s)		ا	1g	No
h	Excha	inge of assets		1	1h	No
Note. Co 1 During the a Receipt b Gift, gra c Gift, graid d Loans of e Loans of f Sale of a g Purchas h Exchang i Lease of k Performa m Sharing n Sharing n Sharing o Reimbur p Reimbur q Other tr r Other tra 2 If the an (1) (2) (3)	e of facilities, equipment, or other assets to other organization(s)					
j	Lease	of facilities, equipment, or other assets from other organization(s)		<u> </u>	1j	No
k	Perfor	mance of services or membership or fundraising solicitations for other org	ganization(s)	_1	1k	No
1 1	Perforr	mance of services or membership or fundraising solicitations by other orga	anızatıon(s)	<u>[</u> :	11	No
m	Sharın	g of facilities, equipment, mailing lists, or other assets		<u>[1</u>	1m	No
n	Sharır	ng of paɪd employees		_1	1n	No
o	Reımb	oursement paid to other organization for expenses		1	10	No
р	Reımb	oursement paid by other organization for expenses		_1	1p	No
q	Other	transfer of cash or property to other organization(s)		_1	1q	No
r	O ther	transfer of cash or property from other organization(s)		Ŀ	1r	No
2	Ifthe	answer to any of the above is "Yes," see the instructions for information or	n who must complete this line, including covered relations	hips and transaction thresholds		
		(A)	(B) Transaction	(C)		
		Name of other organization(s)	type(a-r)	Amount Involved		
(1)						
(2)						
<u> </u>						
(3)						
(4)						
(+)						
(5)						
(6)						

Part VI Unrelated Organizations Taxable as a Partnership

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

									_	
(A) Name, address, and EIN of entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Are all partners section 501(c)(3) organizations?		(E) Share of end-of-year assets	(F) Disproprtionate allocations?		(G) Code V—UBI amount on Box 20 of K-1	(H) General or managing partner?	
			Yes	No		Yes	No		Yes	No
			•	•		•		Sabadula	D / Form	

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DLN: 93493137008350

OMB No 1545-0172

Depreciation and Amortization

(Including Information on Listed Property) Department of the Treasury Internal Revenue Service Attachment See separate instructions. ► Attach to your tax return. Sequence No 67 Identifying number Business or activity to which this form relates Name(s) shown on return BATTLE CREEK UNLIMITED INC Form 990 Page 10 38-1951806 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. 250,000 **1** Maximum amount See the instructions for a higher limit for certain businesses 1 2 Total cost of section 179 property placed in service (see instructions) 2 3 Threshold cost of section 179 property before reduction in limitation (see instructions) 3 800,000 4 4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions (b) Cost (business use (a) Description of property (c) Elected cost only) 7 Listed property Enter the amount from line 29 8 **8** Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7 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 (see instructions) 11 12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11 13 Carryover of disallowed deduction to 2009 Add lines 9 and 10, less line 12 Note: Do not use Part II or Part III below for listed property. Instead, use Part V. Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions) 14 Special depreciation allowance for qualified property (other than listed property) placed in service during the 14 tax year (see instructions) 15 Property subject to section 168(f)(1) election 15 **16** Other depreciation (including ACRS) 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 18 If you are electing to group any assets placed in service during the tax year into one or more Section B—Assets Placed in Service During 2008 Tax Year Using the General Depreciation System (c) Basis for (b) Month and depreciation (a) Classification of (d) Recovery (a)Depreciation year placed in (business/investment (e) Convention (f) Method property period deduction service use only—see instructions) 19a 3-year property **b** 5-year property

22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here

and on the appropriate lines of your return Partnerships and S corporations—see instr

23 For assets shown above and placed in service during the current year, enter the

Summary (See instructions)

21 Listed property Enter amount from line 28

Part IV

23

247,544

21

22

Form 4562 (2008) Page 2 Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and Part V 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 (c) (i) (e) (b) Business/ (d) (h) (a) (g) Basis for depreciation Flected Type of property (list Date placed in investment Cost or other Recovery Method/ Depreciation/ section 179 (business/investment Convention deduction vehicles first) service basis use period cost use only) percentage 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 (see instructions) 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 -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 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) (b) (c) (d) (e) (f) 30 Total business/investment miles driven during the Vehicle 2 Vehicle 3 Vehicle 4 Vehicle 1 Vehicle 5 Vehicle 6 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 Add lines 30 through 32 34 Was the vehicle available for personal use Yes No Yes No Yes No Yes No Yes No Yes No during off-duty hours? 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 (see instructions) 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your 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? (See instructions) . . . 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** (b) (e) (d) (f) (c) (a) Date A mortization A mortizable Code A mortization for Description of costs amortization period or

amount section this year beains percentage 42 A mortization of costs that begins during your 2008 tax year (see instructions) 43 A mortization 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

BY-LAWS OF BATTLE CREEK UNLIMITED, INC (Revised June 25, 2009)

ARTICLE I - PURPOSES, SOURCES OF FUNDS, DISPOSITION OF ASSETS, PROHIBITED ACTIVITIES

Section 1 <u>Purposes</u> This corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and in connection therewith, to engage in any activity not otherwise forbidden by the laws of the State of Michigan and with all powers conferred upon non-profit corporations by the laws of the State of Michigan, to accomplish the following purposes

- To create, expand, and retain jobs in the City of Battle Creek by attracting enterprises to Battle Creek, encouraging local companies to expand, and creating an environment where business and industry can succeed,
- 2 To coordinate and perform activities with other community groups designed to enhance a superior quality of life and business environment in the Battle Creek Area,
- 3 To encourage regular workforce needs assessments, and to foster a network of employment and training entities able to meet identified current and future employment requirements,
- To generate employment opportunities for economically disadvantaged residents of the Battle Creek area, and to support and encourage training programs for unemployed/underemployed individuals that produce graduates with the skills to obtain good, long-term jobs
- 5 To market land in Fort Custer Industrial Park and other developable land for the City of Battle Creek
- To maintain existing industrial jobs and encourage existing industries and other economic enterprises to expand and create new jobs, to generate employment opportunities for economically disadvantaged residents of the City of Battle Creek and the surrounding area, to support and encourage training programs for unemployed/underemployed individuals that produce graduates with skills to obtain good, long-term jobs
- 7 To perform services to the community of Battle Creek and Calhoun County
- 8 To perform services for the City of Battle Creek and government units *in Calhoun County*
- 9 To receive funds from the City of Battle Creek and governmental units in *Calhoun County* and from local philanthropy and the general public for said purposes
- To coordinate and perform activities with other community groups designed to enhance a superior quality of life and business environment in Battle Creek *and Calhoun County*, and preserve the welfare of the community
- 11 To overcome economic blight and deterioration in the City of Battle Creek and *Calhoun County*.

- To relieve the burden of government through the efforts in economic development, job creation, job retention, and improvement to the quality of life
- To carry out charitable purposes improving the quality of life in the greater Battle Creek *and Calhoun County areas*.
- To own real and personal property for charitable and economic development purposes consistent with this Article I
- In general, to carry on any business in connection therewith and incident thereto not forbidden by the laws of the State of Michigan and will all the powers conferred upon corporations by the laws of the State of Michigan

Section 2 <u>Sources of Income</u> Said corporation is to be financed primarily by compensation for services rendered to the City of Battle Creek and other governmental units and from contributions from governmental units, philanthropy, and the general public

Section 3 <u>Disposition of Assets</u> Upon dissolution of the corporation, the Board of Directors, after paying or making provision for the payment of all the liabilities of the corporation, shall dispose of all of the assets of the corporation. The remaining assets shall be made available to non-profit organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes (To receive the assets, the organizations must qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law Any such assets not so disposed of shall be disposed of by the Circuit Court of Calhoun County, exclusively for such purposes or to such organization or organizations as said Court shall determine

Section 4 <u>Prohibited Activities</u> No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article II hereof No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended

Section 5 <u>Ethical Standards</u> Members, officers, and agents of the Corporation are expected to comply with the section of the Code of Ethics adopted by the Board of Directors on October 15, 1992 that requires disclosure or avoidance of activities and interests that may conflict or lead to a conflict between the best interests of the corporations and the interests of such member, officer, or agent Violation of this ethical standard may result in termination of the relationship with Battle Creek Unlimited of the member, officer, or agent

ARTICLE II- MEMBERS

Section 1 Membership Membership in this Corporation is limited to those persons who are members of the Corporation's Board of Directors Election as a Director shall constitute election to membership The Board of Directors shall be primarily composed of representatives of Battle Creek's business, industry, labor, and education leaders, and its cultural and ethnic diversity sufficient to achieve and sustain areawide support and confidence Except as provided for the Corporation's President and Chief Executive Officer, any individual may be elected to membership in this Corporation at any meeting of the Corporation's members or Board of Directors by vote of not less than two-thirds of all of the Corporation's members or Board of Directors The President and Chief Executive Officer automatically becomes a voting member and voting Director of the Corporation The person holding the position of City Manager of the City of Battle Creek automatically becomes a voting member and voting director of the Corporation In addition, upon the appointment of Mayor of the City of Battle Creek, with advice and consent from the Battle Creek City Commission, one member of the Battle Creek City Commission shall become a voting member and voting director of the corporation, for a term of one-year

Section 2 <u>Duration of Membership</u> Membership in the Corporation shall continue until termination of the individual's office as a Director, whether by termination of such individual's term of office as director without re-election, resignation, death, or removal as a director An individual may be removed as a member and Director upon a vote of not less than two-thirds of all of the Corporation's members at a special meeting held pursuant to a written notice given at least ten days before such meeting setting forth that such meeting is being called to consider removal of the member and director Such notice shall be delivered to each member personally or shall be mailed to each member by first class mail, postage prepaid, addressed to the last known address of each member Removal of the Corporation's President and Chief Executive Officer as a member and Director shall constitute termination of such individual's office as President and Chief Executive Officer

Section 3 <u>Transfer of Membership</u> Membership or any interest in this corporation shall not be assignable inter vivos by any member nor shall membership or any interest in this corporation pass to any personal representative, heir or devisee of any deceased member

Section 4 Nominating Committee The Board Chairperson shall, at least two (2) months before the annual meeting, name a Nominating Committee composed of not less than three (3) nor more than seven (7) directors, who shall nominate persons to fill vacancies to occur on the Board of Directors at the next annual meeting The report of the Nominating Committee shall be mailed to all members along with the notice of the annual meeting provided in these By-Laws

ARTICLE III - MEETING OF MEMBERS AND ELECTION OF DIRECTORS

Section 1 <u>Annual Meeting</u> The annual meeting of the members of the corporation shall be held at its registered office in the City of Battle Creek, Michigan, or at such other place as may from time to time be designated by the President, at such time during the months of June or July as may be designated by the President or Secretary, or by the majority of the Board of Directors, for the purpose of electing directors and for the transaction of such other business as may properly be brought before the meeting

Section 2 <u>Special Meetings</u> Special meetings of the members may be held upon call of the Chairperson and/or President or Secretary or of a majority of the Board of Directors at the registered office of the corporation in the City of Battle Creek, Michigan, or at such other place within or without the State of Michigan, as may be stated in the notice thereof, and at such time for such purpose as may be stated in the notice

Section 3 Notice of Meetings Notice of the time, place and purpose of each meeting of the members, signed by the Chairperson, Vice-Chairperson or the Secretary or an Assistant Secretary shall be delivered either personally, or by mail, or transmitted by facsimile or any other means of transmission reasonably likely to reach its destination, to each member of record entitled to vote at such meeting not less than ten (10) days before the meeting, provided that no notice of adjourned meetings need be given If mailed, the notice shall be directed to each member entitled to notice at his address as it appears on the membership book of the corporation unless he/she shall have filed with the Secretary a written request that notice intended to him/her be mailed to some other address, in which case it shall be mailed to the address designated in such request Such further notice shall be given as may be required by law Meetings may be held without notice if all members entitled to vote thereat are present in person or by proxy or if notice of the time, place, and purpose of such meeting is waived with a message transmitted by any currently used mass communication channel, either before or after the holding thereof, by all members not present and entitled to vote at such meeting

Section 4 Quorum A majority (one more than half) of all members of this corporation entitled to vote thereat, present in person or by proxy shall constitute a quorum at all meetings of the members, if there be no such quorum, a majority of such members present or represented may adjourn the meeting from time to time to a further date without further notice other than the announcement at such meeting When a quorum shall be present upon such adjourned day, any business may be transacted which might have been transacted at the meeting as originally called Certain business vital to the successful operation of the corporation, namely the election of officers and board members, and approval of the annual budget must be approved by two-thirds of the total membership

Section 5 <u>Conduct of Meetings</u> Meeting of the members shall be presided over by the Chairperson or, if not present, by the Vice-Chairperson, if neither is present, a Chairperson will be chosen at the meeting If a vote on a motion should result in a tie, the Chairperson shall call for a second vote, if the second vote also results in a tie, the motion will be transferred to the Executive Board for the deciding vote

Section 6 <u>Proxies</u> No proxy shall be deemed operative unless and until signed by the member and filed with the corporation In the absence of limitations to the contrary contained in the proxy, the same shall extend to all meetings of the members and shall remain in force one (1) year from its date and no longer

Section 7 <u>Indemnification</u> The corporation shall indemnify each member, director, and officer and his/her legal representative against all claims, liabilities, costs, and expenses imposed upon or reasonably incurred in connection with any action, suit, or proceeding, or the settlement or compromise thereof (other than amounts paid to the corporation itself), in which action, suit, or proceeding he/she may be involved by reason of being or having been a director or officer of the corporation, or, at the request of the corporation, of another corporation in which the corporation owns shares of capital stock or of which it is a creditor, provided, however, that no indemnification shall be made in relation to matters as to which such director or officer shall be finally adjudged in such action, suit, or proceeding to have been willfully

negligent in the performance of his/her duties as such director or officer, or to have engaged in willful misconduct in connection therewith

ARTICLE IV - DIRECTORS

Section 1 Number, Qualification, Term of Office and Quorum The property, business and affairs of this corporation shall be managed by its Board of Directors The Board of Directors shall consist of not less than twenty-seven (27) nor more than forty-four (44) members, including the President and Chief Executive Officer, City Manager, and appointee of the Mayor as described in Article II, Section 1 above In addition, the Chair of the Board may appoint, with the advice and consent of the Board of Directors, up to five (5) additional, ex-officio members, who will serve on the Board without voting rights for one (1) year terms. The terms of the directors of this corporation shall be for three (3) years, except as otherwise provided

The term of office of each director shall commence on the date of election at the annual meeting of the members, or the delayed annual meeting, whichever shall first occur, and shall end as of the annual meeting of members held during the year in which the term expires as provided above, or until such time as their successors shall be elected and qualified in their stead Approximately one-third of all members' terms will expire each year A majority (one more than half) of all directors of this corporation entitled to vote shall constitute a quorum at all meetings of the Board of directors for the transaction of business and the act of a majority of the directors present at the meeting at which a quorum is present shall be the act of the Board of Directors, provided, however that action of the Board of Directors may be taken by the unanimous written consent of all directors without a meeting and such action shall be as valid an act of this corporation as though it had been authorized at a meeting of the Board of Directors at which a quorum was present If, at any meeting of the Board of Directors, there shall be less than a quorum present, a majority of those present may adjourn the meeting from time to time until a quorum shall have been obtained No proxy shall be deemed operative unless and until signed by a director and filed with the corporation, in the absence of limitations to the contrary contained in the proxy, the same shall extend to all meetings of the directors and shall remain in force for one (1) year from its date and no longer

Section 2 <u>Power to Make By-Laws</u> The Board of Directors shall have power to make and alter any By-Law or By-Laws, including the fixing and altering of the number of the directors, by a vote of a majority of the Directors then in office, provided that the Board shall not make or alter any By-Law or By-Laws fixing the qualifications or term of office of any member or members of the then existing Board

Section 3 <u>Vacancies</u> Whenever any vacancies shall have occurred in the Board of Directors by reason of death, resignation, removal by the action of a majority of the members, increase in the number of directors or otherwise, it shall be filled by the votes of a majority of the directors then in office at any meeting and the person so elected shall be a director until a successor is elected by the members, who may make such election at the next annual meeting of the members, or at any special meeting duly called for that purpose and held prior thereto

Section 4 <u>Meetings</u> The meetings of the Board of Directors shall be held at the principal office of the corporation in the City of Battle Creek, Michigan, or at such other place or places within or without the State of Michigan as may from time to time be determined by a majority of the Board Regular meetings of the Board shall be held at such time and place as shall from time to time be determined by resolution of the

Board of Directors Special meetings may be held at any time upon the call of the Chairperson and/or President or Secretary or majority of the directors then in office

Section 5 Notice of Meetings Written notice of the time, place, and purpose of special meetings of the Board shall be duly delivered, either personally or by mail, or transmitted by facsimile or any other means of transmission reasonably likely to reach its destination, to each director not less than ten (10) days before the meetings, except that a regular meeting of the Board may be held without notice immediately after the annual meeting of the members at the same place as such meeting was held, for the purpose of electing or appointing officers for the ensuing year, provided that no notice of adjourned meetings need be given Meetings may be held at any time without notice if all the directors are present, or if those not present waive notice of the time, place, and purpose of such meeting in writing, either before or after the holding thereof No written notice of the time, place, and purpose of a regular meeting of the Board held in accordance with the resolution of Section 4, Article IV, need be given

Section 6 Removal from the Board of Directors The term of any director who fails to attend two (2) consecutive bi-monthly meetings of the Board, shall automatically cease, thereby creating a vacancy on the Board to be filled according to the terms of these By-Laws, unless that director, in advance of any board meeting and in writing, notifies the Chairperson that the director will not be able to attend the meeting and states the reason for the director's absence from the meeting In addition to the termination of a director's term under the preceding sentence, the term of any director shall automatically cease upon his being removed as a member in accordance with Section 2 of Article II of these By-Laws

Section 7 Executive Board The Board of Directors may, by resolution passed by a majority of the whole Board, elect an Executive Board consisting of not more than twenty-one (21) persons, mcluding the President and Chief Executive Officer, City Manager, and appointee of the Mayor as described in Article II, Section 1 above, a majority of whom shall be directors, the remaining members of the Executive Board shall be either officers or agents of the corporation In addition, the Chair of the Board may appoint, with the advice and consent of the Board of Directors, some or all of the five (5) additional, ex-officio members, appointed pursuant to Section 1 of this Article, to serve in a non-voting capacity on the Executive Board Executive Board shall have and exercise the authority of the Board of Directors in the management of the business of the corporation between meetings of the Board of Directors and may provide by resolution that meetings may be held from time to time at the call of those persons designated therein and that notice of Executive Board meetings may be given at any time prior to the meeting in person, by telephone, or by writing, and the Executive Board may take any lawful action by a majority vote of the members present A majority (one more than half) of all members of the Executive Board entitled to vote shall constitute a quorum at all meetings of the Executive Board for the transaction of business and the act of a majority of the members present at the meeting at which a quorum is present shall be the act of the Executive Board, provided, however that action of the Executive Board may be taken by the unanimous written consent of all members of the Executive Board without a meeting and such action shall be as valid an act of this corporation as though it had been authorized at a meeting of the Executive Board at which a quorum was present A quorum necessary for the lawful conduct of business by the Executive Board, in case of absence or disability of any member of the Executive Board, shall have the authority to permit the presiding officer of the Executive Board to appoint another director temporarily to fill such vacancy, on a meeting-to-meeting basis, provided that not more than two such appointments may be made per meeting, and provided that no other director may be appointed to more than one meeting in succession

The Executive Board shall primarily be representative of business, industry, and education leaders of Battle Creek and Calhoun County, and its cultural and ethnic diversity sufficient to achieve and sustain area wide support and confidence

Directors from the Board may attend Executive Board meetings and participate in discussions, but will not have voting privileges and should not be counted for purposes of determining whether a quorum is present Attendance should be confirmed 24 hours before the meeting time

The term of office of each person to the Executive Board shall be for one year. Any person may served on the Executive Board for an unlimited number of consecutive terms

Section 8 <u>Committees</u> The Board of Directors may, by resolution passed by a majority of the whole Board, designate such other committees of the Board who shall exercise the authority and operate under the terms and conditions set forth in such resolution

ARTICLE V - ELECTION OF OFFICERS

Section 1 <u>Election or Appointment of Officers</u> The Board of Directors, as soon as possible after the annual election of the directors in each year, shall elect a Chairperson of the Board who shall preside at all meetings of the Corporation's Board of Directors, and such other officers and agents as they may deem necessary for the transaction of the Corporation's business There shall be at least four officers at all times

Section 2 <u>Qualifications</u> At least three officers, including the President and Chief Executive Officer, should be a member of the Corporation or a member of the Board of Directors

Section 3 <u>Term of Office</u> The term of office of all officers, other than the President and Chief Executive Officer, shall be for one year or until their respective successors are duly elected, but any officer may be removed from office at any meeting of the Board of Directors by an affirmative vote of a majority of the directors then in office, whenever in their judgment the business interest of the Corporation will be served thereby The designation of an individual as the Corporation's President and Chief Executive Officer, shall constitute an election of that individual as a Director of the Corporation and as a member of the Corporation Since the President and Chief Executive Officer is also a staff position, that person's term of office is limited only by termination from staff The Board of Directors shall have power to fill any vacancies in any offices occurring for whatever reason

The Personnel Committee shall recommend a candidate for the office of President and Chief Executive Officer The Board of Directors shall vote on the recommendation

Section 4 <u>Powers and Duties</u> The officers of the corporation shall respectively have such powers and perform such duties in the management of the property and affairs of the corporation, subject to the control of the directors, as generally pertain to their respective offices, as well as such additional powers and duties as may from time to time be conferred by the Board of Directors The President and Chief Executive Officer shall have such additional duties as are listed in the Job Description for the position in the Battle Creek Unlimited, Inc Employee Manual

Section 5 General Powers as to Negotiable Paper The Board of Directors may, from time to time, prescribe the manner of the making, signature or endorsement of bills of exchange, notes, drafts, checks, acceptances, obligations, and other negotiable paper or other instruments for the payment of money and designate the officer or officers, agent or agents who shall, from time to time, be authorized to make, sign, or endorse the same on behalf of the corporation

Section 6 General Powers as to Contracts and Conveyances The Board of Directors may, from time to time prescribe the manner of executing any contract, conveyance or other instrument, but when the execution of any contract, conveyance, or other instrument has been authorized without specification of the executing officers, the Chairperson or any Vice-Chairperson and the Secretary or Assistant Secretary may execute the same in the name and behalf of the corporation and may affix the corporate seal thereto

Section 7 <u>Delegation of Powers</u> For any reason deemed sufficient by the Board of Directors, whether occasioned by absence or otherwise, the Board may delegate all or any of the powers and duties of any officer to any other officer or director, but no officer or director shall execute, acknowledge or verify any instrument in more than one capacity

Section 8 <u>Power to Require Bonds</u> The Board of Directors may require any officer or agent to file with the corporation a satisfactory bond against theft of corporate property

Section 9 <u>Compensation</u> The compensation of directors, officers and agents may be fixed by the Board

ARTICLE VI - FISCAL YEAR - SEAL

Section 1 Fiscal Year The fiscal year of this corporation shall begin on July 1 of each year and shall end on June 30 of the following year

Section 2 <u>Corporate Seal</u> The Board of Directors may hereafter provide for a suitable corporate seal for use by this corporation

ARTICLE VII-AMENDMENTS

The By-Laws of the corporation may be amended, added to, or repealed, or other or new By-Laws may be adopted in lieu thereof by the affirmative vote of a majority of either the members or the Board of Directors of the corporation, provided that the Board of Directors shall not make or alter any By-Laws fixing their qualifications, classifications, or terms of office

BE IT FURTHER RESOLVED that the restated By-laws adopted by this Resolution on the 25th of April, 2002 shall be called The BY-LAWS of Battle Creek Unlimited, Inc

CERTIFICATE

Nelson Karre, the duly appointed, qualified and acting Secretary of Battle Creek Unlimited, Inc, a Michigan corporation, hereby certify that the foregoing Amendment to the By-Laws of Battle Creek Unlimited, Inc adopted by the Executive Board of Directors at its meeting held on June 25, 2009

DATED June 25, 2009

Nelson Karre, Secretary