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Form 990-EZ

Department of the Treasury
Internal Revenue ServiceShort Form
Return of Organization Exempt From Income Tax

Under section 601(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

► Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.

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

OMB No. 1515-1150

2009

Open to Public
Inspection

A For the 2009 calendar year, or tax year beginning

and ending

B Check if applicable

Change
 Home
 Change
 Initial
 Return
 Terminated
 Amended
 Return
 Application
 Pending

C Name of organization

MINNEAPOLIS SAFEZONE COLLABORATIVE

Number and street (or P.O. box, if mail is not delivered to street address)

81 SOUTH 9TH STREET

City or town, state or country, and ZIP + 4

MINNEAPOLIS, MN 55402

D Employer identification number

20-5357228

E Telephone number

612-559-2634

F Group Exemption

Number ►

► Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting method: Cash Accrual
Other (specify) ►

I Website: ► WWW.MPLSSAFEZONE.ORG

J Tax-exempt status (check only one) — 501(c)(3) (insert no.) 4947(a)(1) or 527 required to attach Schedule B (Form 990, 990-EZ, or 990-F).K Check ► If the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ► \$ 120.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the Instructions for Part I.)

Revenue	1 Contributions, gifts, grants, and similar amounts received	1	120.
	2 Program service revenue including government fees and contracts	2	
	3 Membership dues and assessments	3	
	4 Investment income		
	5a Gross amount from sale of assets other than inventory	5a	
	b Less: cost or other basis and sales expenses	5b	
	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)		
	6 Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here ►		
	a Gross revenue (not including \$ _____ of contributions reported on line 1)	6a	
	b Less: direct expenses other than fundraising expenses	6b	
	c Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	
	7a Gross sales of inventory, less returns and allowances	7a	
	b Less: cost of goods sold	7b	
	c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	
	8 Other revenue (describe) ►	8	
	9 Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 ►	9	120.
Expenses	10 Grants and similar amounts paid (attach schedule)	10	
	11 Benefits paid to or for members	11	
	12 Salaries, other compensation, and employee benefits	12	
	13 Professional fees and other payments to independent contractors	13	18,235.
	14 Occupancy, rent, utilities, and maintenance	14	
	15 Printing, publications, postage, and shipping	15	
	16 Other expenses (describe) ►	16	42,003.
Net Assets	17 Total expenses. Add lines 10 through 16 ►	17	60,238.
	18 Excess or (deficit) for the year (Subtract line 17 from line 9)	18	-60,118.
	19 Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	53,481.
	20 Other changes in net assets or fund balances (attach explanation)	20	5,600.
	21 Net assets or fund balances at end of year. Combine lines 18 through 20 ►	21	-1,037.

Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 Instead of Form 990-EZ.

(See the Instructions for Part II.)

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	21,481.	22 15,758.
23 Land and buildings		23
24 Other assets (describe) ►	SEE STATEMENT 2)	32,000. 24 412.
25 Total assets		53,481. 25 16,170.
26 Total liabilities (describe) ►	SEE STATEMENT 3)	0. 26 17,207.
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)		53,481. 27 -1,037.

Form 990-EZ (2009) MINNEAPOLIS SAFEZONE COLLABORATIVE

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

What is the organization's primary exempt purpose? **SEE STATEMENT 8**

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

28 SEE STATEMENT 7

Expenses

(Required for section 501(c)(3)
and 501(c)(4) organizations and
section 4947(a)(1) trusts; optional
for others.)

(Grants \$ 0 .) If this amount includes foreign grants, check here 28a 40,193 .

29

40,193.

(Grants \$) If this amount includes foreign grants, check here 29a

30

29a

(Grants \$ If this amount includes foreign grants, check here 30a

31

30a

32 Total program service expenses (add lines 28a through 31a) **40 193**

32

318

Part IV. List of Officers, Directors, Trustees and Key Employees

Part IV LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES - List each one even if not compensated. (See the instructions for Part IV.)

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-.)	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
SEE STATEMENT 6				

Form 990-EZ (2009) MINNEAPOLIS SAFEZONE COLLABORATIVE

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Part V Other Information (Note the statement requirements in the instructions for Part V.)

	Yes	No
33 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity	33	X
34 Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes	34	X
35 If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.		
a Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?	35a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	35b	N/A
36 Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Sch. N	36	X
37a Enter amount of political expenditures, direct or indirect, as described in the instructions. ► 37a 0.		
b Did the organization file Form 1120-POL for this year?	37b	X
38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?	38a	X
b If "Yes," complete Schedule L, Part II and enter the total amount involved	38b	N/A
39 Section 501(c)(7) organizations. Enter:	39a	N/A
a Initiation fees and capital contributions included on line 9	39b	N/A
b Gross receipts, included on line 9, for public use of club facilities		
40a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under:		
section 4911 ► 0. ; section 4912 ► 0. ; section 4955 ► 0.		
b Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	40b	X
c Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ► 0.		
d Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ► 0.		
e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T	40e	X
41 List the states with which a copy of this return is filed. ► MN		
42a The organization's books are in care of ► KATHRYN REALI - MPLS DT CCL Telephone no. ► 612-338-3807 Located at ► 81 SOUTH 9TH STREET, MINNEAPOLIS, MN ZIP+4 ► 55402		
b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country: ► See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	42b	X
c At any time during the calendar year, did the organization maintain an office outside of the U.S.? If "Yes," enter the name of the foreign country: ►	42c	X
43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year ► 43 N/A		
44 Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ	44	X
45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ	45	X

Form 990-EZ (2009)

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2009

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

Name of the organization

Employer identification number

20-5357228

MINNEAPOLIS SAFEZONE COLLABORATIVE

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

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

1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).

2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)

3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).

4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iv). Enter the hospital's name, city, and state: _____

5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)

6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).

7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)

8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)

9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 609(a)(2). (Complete Part III.)

10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).

11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a Type I b Type II c Type III - Functionally Integrated d Type III - Other

e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box _____

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? _____

(ii) A family member of a person described in (i) above? _____

(iii) A 35% controlled entity of a person described in (i) or (ii) above? _____

h Provide the following information about the supported organization(s).

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

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

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions for Form 890 or 890-EZ.

Schedule A (Form 990 or 990-EZ) 2009

Schedule A (Form 990 or 990-EZ) 2009 MINNEAPOLIS SAFEZONE COLLABORATIVE 20-5357228 Page 2
Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")		60,000.	26,790.	88,450.	120.	175,360.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3		60,000.	26,790.	88,450.	120.	175,360.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						175,360.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4		60,000.	26,790.	88,450.	120.	175,360.
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 from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						175,360.
12 Gross receipts from related activities, etc. (see Instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input checked="" type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 8, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test - 2009. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 33 1/3% support test - 2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
17a 10% -facts-and-circumstances test - 2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 10% -facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>	

Schedule A (Form 990 or 990 EZ) 2009

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Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)**Section A. Public Support**

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1½ of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross Income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 8, 10c, 11, and 12)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment Income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment Income percentage from 2008 Schedule A, Part III, line 17	18	%
19a 33 1/3% support tests - 2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization		
b 33 1/3% support tests - 2009. If the organization did not check a box on line 14 or line 19a, and line 18 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions		

Schedule A (Form 990 or 990-EZ) 2009

MINNEAPOLIS SAFEZONE COLLABORATIVE

20-5357228

FORM 990-EZ	OTHER EXPENSES	STATEMENT 1
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DESCRIPTION	AMOUNT
PROGRAM EXPENDITURES	38,580.
SEMINARS/TRAINING	1,993.
OFFICE EQUIPMENT	1,024.
TELEPHONE	264.
OFFICE SUPPLIES	142.
TOTAL TO FORM 990-EZ, LINE 16	42,003.

FORM 990-EZ	OTHER ASSETS	STATEMENT 2
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DESCRIPTION	BEG. OF YEAR	END OF YEAR
PREPAID EXPENSES AND DEPOSITS	0.	412.
MOTION VEHICLES	32,000.	0.
TOTAL TO FORM 990-EZ, LINE 24	32,000.	412.

FORM 990-EZ	OTHER LIABILITIES	STATEMENT 3
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DESCRIPTION	BEG. OF YEAR	END OF YEAR
ACCOUNTS PAYABLE AND ACCRUED EXPENSES DUE TO MINNEAPOLIS DOWNTOWN IMPROVEMENT DISTRICT	0.	297.
TOTAL TO FORM 990-EZ, LINE 26	0.	16,910.
		17,207.

FORM 990-EZ	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT 4
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DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT	5,600.
TOTAL TO FORM 990-EZ, LINE 20	5,600.

MINNEAPOLIS SAFEZONE COLLABORATIVE

20-5357228

FORM 990-EZ

INFORMATION REGARDING TRANSFERS
ASSOCIATED WITH PERSONAL BENEFIT CONTRACTS

STATEMENT 5

A) DID THE ORGANIZATION, DURING THE YEAR, RECEIVE ANY FUNDS, DIRECTLY OR INDIRECTLY, TO PAY PREMIUMS ON A PERSONAL BENEFIT CONTRACT? [] YES [X] NO

B) DID THE ORGANIZATION, DURING THE YEAR, PAY PREMIUMS, DIRECTLY OR INDIRECTLY, ON A PERSONAL BENEFIT CONTRACT? . . [] YES [X] NO

MINNEAPOLIS SAFEZONE COLLABORATIVE

20-5357228

FORM 990-EZ

PART IV - LIST OF OFFICERS, DIRECTORS,
TRUSTEES AND KEY EMPLOYEES

STATEMENT 6

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SARAH HARRIS, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	CHIEF OPERATING OFFICER 2.00	0.	0.	0.
DAVID STERNBERG, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	CHAIR 0.50	0.	0.	0.
DAVID WRIGHT, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	VICE CHAIR 0.25	0.	0.	0.
TOM HOCH, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	SECRETARY/TREASURER 0.25	0.	0.	0.
BOB ANDERSON, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
COLLIN BARR, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
BILL CHOPP, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
JIM DURDA, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
BRUCE ENGLESMA, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
KEVIN FOSSUM, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
MARK HAMEL, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
BRENT HANSON, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
CHIP JOHNSON, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
JEAN KANE, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.

MINNEAPOLIS SAFEZONE COLLABORATIVE		20-5357228		
MIKE LITWIN, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
JOHN LUKE, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
DAVID MENKE, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
RUSS NELSON, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
TIM O'CONNOR, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
KATHY STALWICK, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
DAVID WILSON, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER 0.25	0.	0.	0.
SHANE ZAHN, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	EXEC DIR - THRU 7/31 40.00	0.	0.	0.
JANEE HARTEAU, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	PRESIDENT - THRU 7/31 0.25	0.	0.	0.
TINA SMITH, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	SECRETARY - THRU 7/31 0.25	0.	0.	0.
KENT WARDEN, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	TREASURER - THRU 7/31 0.25	0.	0.	0.
SAM GRABARSKI, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER - THRU 7/31 0.25	0.	0.	0.
JON KOHAGEN, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER - THRU 7/31 0.25	0.	0.	0.
SUSAN SEGAL, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER - THRU 7/31 0.25	0.	0.	0.
TED ZWEIG, 81 SOUTH 9TH STREET, MINNEAPOLIS, MN 55402	BOARD MEMBER - THRU 7/31 0.25	0.	0.	0.
TOTALS INCLUDED ON FORM 990-EZ, PART IV		0.	0.	0.

MINNEAPOLIS SAFEZONE COLLABORATIVE

20-5357228

990-EZ PG 2

STATEMENT 7

REDUCED SERIOUS CRIMES BY 19% IN THE SAFEZONE THROUGH A COLLABORATIVE EFFORT WITH OVER 564 SAFEZONE MEMBERS INCLUDING PUBLIC AND PRIVATE SECTORS STRATEGICALLY WORKING TOGETHER SHARING IDEAS, IMPLEMENTING CRIME PREVENTION STRATEGIES AND COMMUNICATING WITH EACH OTHER.

MINNEAPOLIS SAFEZONE COLLABORATIVE

20-5357228

990-EZ PG 2

STATEMENT 8

TO BRING THE PUBLIC AND PRIVATE SECTORS TOGETHER BY COLLABORATIVE SAFETY INITIATIVES AND GREENING PROJECTS THAT ENHANCE DOWNTOWN AND IMPROVE THE SAFETY OF THE AREA, MAKING THE HEART OF DOWNTOWN MINNEAPOLIS SAFE AND WELCOMING FOR THOSE WHO WORK, LIVE OR VISIT.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MINNEAPOLIS SAFEZONE COLLABORATIVE**

ARTICLE I

The name of this corporation shall be:
Minneapolis SafeZone Collaborative.

ARTICLE II

This corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes, including but not limited to increasing public safety in downtown Minneapolis, Minnesota. In furtherance of its purposes, this corporation may engage in, advance, promote, support and administer charitable, scientific and educational activities and projects of every kind and nature whatsoever in its own behalf or as the agent, trustee or representative of others. No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office. All the powers of this corporation shall be exercised only so that this corporation's operations shall be exclusively within the contemplation of Section 501(c)(3) of the Internal Revenue Code. All references in these Articles of Incorporation to sections of the Internal Revenue Code are to the Internal Revenue Code of 1986 and include any provisions thereof adopted by future amendments thereto and any cognate provisions in future Internal Revenue Codes to the extent such provisions are applicable to this corporation.

ARTICLE III

This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, if any. No part of the net income or net earnings of this corporation shall inure to the benefit of any member, private shareholder or individual. Except as permitted by Minnesota Statutes, Section 317A.501, this corporation shall not lend any of its assets to or guarantee the obligation of any officer, director, or employee of this corporation, or a member of the family of such a person. Nothing herein shall be construed to establish or prohibit the payment of reasonable compensation to any person for services actually rendered by such person to this corporation.

ARTICLE IV

The period of duration of this corporation's existence shall be perpetual.

ARTICLE V

The registered office of this corporation shall be located at 81 South Ninth Street, Minneapolis, Minnesota 55402.

ARTICLE VI

This corporation shall have one member with voting rights, which shall be the Minneapolis Downtown Improvement District, a Minnesota nonprofit corporation. The Board of Directors may establish one or more classes of non-voting members upon such conditions and terms as it from time to time deems appropriate.

ARTICLE VII

The management and direction of the business of this corporation shall be vested in a Board of Directors. The number, term of office, powers, authority and duties of members of the Board of Directors, the time and place of their meetings, and such other regulations with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be as specified from time to time in the Bylaws of this corporation. Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors were present. All directors shall be notified immediately of the text and effective date of any such written action that is duly taken.

ARTICLE VIII

This corporation shall have no capital stock.

ARTICLE IX

The directors and officers of this corporation shall not be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the directors or officers be subject to the payment of the debts or obligations of this corporation to any extent whatsoever.

ARTICLE X

Amendments to these Articles of Incorporation must be approved by a majority of all members of the Board of Directors and by the voting member.

ARTICLE XI

This corporation may be dissolved in accordance with the laws of the State of Minnesota. In the event of the dissolution of this corporation any surplus property remaining after the payment of its debts shall be disposed of by transfer to one or more corporations, associations, institutions, trusts, or foundations organized and operated for one or more of the purposes of this corporation, and described in Section 501(c)(3) of the Internal Revenue Code of 1986, or to the State of Minnesota or any political subdivision or agency thereof for exclusively public purposes, in such proportions as the Board of Directors of this corporation shall determine. Notwithstanding any provision herein to the contrary, nothing herein shall be construed to affect the disposition of property and assets held by this corporation upon trust or other condition, or subject to any executory or special limitation, and such property, upon dissolution of this corporation, shall be transferred in accordance with the trust, condition or limitation imposed with respect to it.

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STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JUL 10 2009

Nicole Nichols
Secretary of State M

**AMENDED AND RESTATED BY-LAWS
OF
MINNEAPOLIS SAFEZONE COLLABORATIVE**

**ARTICLE I
Offices, Corporate Seal**

Section 1. The principal office of the corporation shall be at such location as the Board of Directors shall from time to time determine, and the corporation may have offices at such other places as the Board of Directors shall from time to time determine.

Section 2. The corporation is not required to have a corporate seal. If the corporation has a corporate seal, the seal shall be circular in form and have inscribed thereon in a circle the name of the corporation and the city in which its registered office is located and the words "Corporate Seal" within the circle.

**ARTICLE II
Voting Member**

Section 1. The sole voting member of the corporation shall be Minneapolis Downtown Improvement District.

Section 2. The voting member shall not, as such, have any right, title or interest in the real or personal property of the corporation

Section 3. Except as otherwise specified in the Articles of Incorporation or these By-Laws, all powers of the voting member shall be exercised in such manner and by such person, persons, or body as the voting member shall determine

from time to time. In the absence of a formal designation of an authorized representative by the voting member, the Chief Operating Officer of the voting member shall be authorized to act on behalf of the voting member.

Section 4. The corporation shall be entitled to rely on the validity and accuracy of any communication or document that an officer of the corporation reasonably believes in good faith to have been made or delivered on behalf of the voting member.

ARTICLE III Board of Directors

Section 1. The business and property of the corporation shall be managed by a Board of Directors, which shall consist of not fewer than three (3) nor more than twenty-five (25) directors, all of whom shall be appointed by the voting member. The Board of Directors of this corporation may, but is not required to, consist of the same persons serving on the Board of Directors of the voting member.

Section 2. The term of each director shall be two (2) years and shall continue until the director's successor is appointed or the director's prior death, resignation, or removal; provided, however, that the voting member may provide that the terms of one or more directors shall be one (1) to three (3) years in order that the terms of approximately one-third (1/3) of the directors shall expire each year. The total number of consecutive terms of office of any director shall be limited to two (2), except that a director who is appointed as Chair shall not be

subject to any limitation on consecutive terms of office as a director for the duration of such person's term as Chair and for a period of one year following the person's term as Chair to permit him or her to serve as Immediate Past Chair. Terms of office separated by a break in service of eleven (11) months or more shall constitute non-consecutive terms. These By-Laws impose no limit on the number of non-consecutive terms of office.

Section 3.. Any director may at any time be removed with or without cause by the voting member. Any director may resign at any time by giving written notice to the Chair or the Secretary. The resignation shall be effective without acceptance when the notice is received by the Chair or the Secretary, unless a later effective date is specified in the notice. Any vacancy occurring because of the death, resignation or removal of a director may be filled by a person appointed by the voting member for the unexpired term of such director. Any vacancy resulting from an increase in the number of members of the Board of Directors shall be filled by a person appointed by the voting member for a full term of office unless the voting member designates a shorter term of office.

Section 4. One-third of the members of the Board of Directors shall constitute a quorum for the transaction of business. At all meetings of the Board of Directors, each director shall be entitled to cast one vote on any question coming before the meeting. A majority vote of the directors present at any meeting, if there be a quorum, shall be sufficient to transact any business, unless a greater number of votes is required by law or these By-Laws. A director shall not appoint a

proxy for himself or herself or vote by proxy at a meeting of the Board of Directors.

Section 5. The directors shall hold an annual meeting for the purpose of transacting such business as may properly come before the meeting. Regular meetings of the Board of Directors shall be held from time to time at such time and place as may from time to time be fixed by resolution adopted by a majority of the whole Board of Directors. No notice need be given of any regular meeting. Special meetings of the Board of Directors may be held at such time and place as may from time to time be designated in the notice or waiver of notice of the meeting. Special meetings of the Board of Directors may be called by the Chair or any three (3) directors. Notice of each meeting of the Board of Directors for which notice is required, stating the time and place thereof, shall be given to all directors by telephone, electronic communication or in person at least twenty-four (24) hours before the meeting, or shall be mailed to each director at least three (3) days before the meeting, provided that no notice of any meeting need be given to any director while such director is in the armed forces of the United States.

Section 6. A director may participate in a meeting of the Board of Directors by means of conference telephone or, if authorized by the Board of Directors, by such other means of remote communication, in each case through which that director, other directors so participating, and all directors physically present at the meeting may communicate with each other on a substantially simultaneous

basis. Participation in a meeting by remote communication constitutes presence at the meeting.

Section 7. Any action that could be taken at a meeting of the Board of Directors may be taken by written action signed by all of the directors. Any such action may also be taken by written action signed by fewer than all of the directors in accordance with the provisions of the Articles of Incorporation.

Section 8. Directors and members of any committee of the corporation contemplated by these By-Laws or otherwise provided for by resolution of the Board of Directors, who are not salaried officers of the corporation, shall not receive any compensation for services rendered as such directors. Nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity, and receiving proper compensation therefor.

Section 9. An Executive Committee of the Board of Directors shall consist of the officers of this corporation who are directors and such additional directors as the Board of Directors shall designate. Officers of the corporation who are not directors, if any, may attend meetings of the Executive Committee but shall have no vote. Except to the extent expressly limited from time to time by the Board of Directors, the Executive Committee shall have the authority of the Board in the management of the business of the corporation. The Executive Committee shall act only in the interval between meetings of the Board of Directors and at all times is subject to the control and direction of the Board.

ARTICLE IV
Officers

Section 1. The officers of the corporation shall consist of a Chair, a Chief Operating Officer, a Treasurer, a Secretary, and such other officers and agents, including one or more Vice Chairs, as may from time to time be designated by the voting member. Any two (2) offices, except those of Chair and Vice Chair or Chair and Secretary, may be held by one (1) person. The officers may, but are not required to, consist of the same persons serving as officers of the voting member.

Section 2. The officers of the corporation shall be appointed by the voting member. The Chair and Vice Chairs shall, at the time of their appointment, be directors of the corporation, but no other officer of the corporation need be a director at the time of his or her appointment. The Chair shall serve for a term of two years, and until his or her successor is appointed and qualifies. Each other officer shall hold office until the annual meeting following the meeting at which such officer was appointed, and until such officer's successor is appointed and qualifies; provided that the Chief Operating Officer shall serve at the pleasure of the voting member. Any officer may be removed with or without cause by the voting member.

Section 3. The Chair shall preside at all meetings of the Board of Directors and shall have such other duties as may be prescribed from time to time by the Board of Directors.

Section 4. The Chief Operating Officer shall be the chief executive officer of the corporation, and shall be charged with the active day-to-day management,

administration and supervision of the running of the corporation and such other duties as may be prescribed from time to time by the Board of Directors.

Section 5. Each Vice Chair shall have such powers and shall perform such duties as may be prescribed by the Board of Directors. In the event of the absence or disability of the Chair, the Vice Chair shall succeed to the Chair's powers and duties.

Section 6. The Secretary shall be secretary of and shall attend all meetings of the Board of Directors. He or she shall act as clerk thereof and shall record all the proceedings of such meetings in the minute book of the corporation. The Secretary shall give proper notice of meetings of directors. He or she shall keep the seal of the corporation, if any, and shall affix the same to any instrument requiring it and shall attest the seal by his or her signature. The Secretary shall perform such other duties as may be prescribed from time to time by the Board of Directors. The Secretary of the corporation need not be a director of the corporation.

Section 7. The Treasurer shall keep accurate accounts of all monies of the corporation received or disbursed. He or she shall deposit all monies, drafts and checks in the name of and to the credit of the corporation in such banks and depositories as a majority of the whole Board of Directors shall designate from time to time. The Treasurer shall have power to endorse for deposit all notes, checks and drafts received by the corporation. He or she shall disburse the funds of the corporation as ordered by the Board of Directors, taking proper vouchers therefor. The Treasurer shall render to the Chair and directors, whenever

required, an account of all the corporation's transactions and of the financial condition of the corporation and shall perform such duties as may be prescribed by the Board of Directors from time to time. The Treasurer of the corporation need not be a director.

Section 8. If there be a vacancy in the officers of the corporation by reason of death, resignation or otherwise, such vacancy shall be filled, for the unexpired term, by the voting member.

ARTICLE V Indemnification

Section 1. This corporation shall indemnify its directors and officers against such expenses and liabilities, in such manner, under such circumstances, and to such extent, as required or permitted by Minnesota Statutes, Section 317A.521, subd. 2, as amended from time to time, or as required by other provisions of law; provided, however, that no indemnification shall be made with respect to any claim, issue or matter as to which the person shall be adjudged to be liable to this corporation.

Section 2. This corporation shall advance expenses in such manner, under such circumstances, and to such extent, as required or permitted by Minnesota Statutes, Section 317A.521, subd. 3, as amended from time to time; provided, however, that this corporation shall not advance expenses incurred in defense of a claim brought by or in the right of this corporation. The provisions of this Section are not intended to limit the ability of a person to receive advances as an insured under an insurance policy maintained by this corporation.

Section 3. This corporation may purchase and maintain insurance on behalf of any director, officer, or employee against any liability asserted against and incurred by such person in or arising from such capacity, whether or not this corporation would otherwise be required to indemnify the person against the liability.

ARTICLE VI

Miscellaneous

Section 1. The Board of Directors may propose an amendment to the By-Laws by adopting a resolution setting forth the proposed amendment and directing that it be submitted for adoption by the voting member. An amendment to the By-Laws may also be proposed by the voting member and delivered to the Secretary. Each proposed amendment must be adopted by the voting member to be effective. The member shall have no power to amend the By-Laws except as described in this section.

Section 2. All deeds, mortgages, bonds, checks, contracts and other instruments pertaining to the business and affairs of this corporation shall be signed on behalf of this corporation by the Chair, or any Vice Chair, or by such other person or persons as may be designated from time to time by the Board of Directors.

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MINNEAPOLIS SAFEZONE COLLABORATIVE

Articles of Amendment of Articles of Incorporation

The undersigned, being the President of Minneapolis SafeZone Collaborative, a Minnesota nonprofit corporation subject to the provisions of Minnesota Statutes, Chapter 317A, does hereby certify that the Restated Articles of Incorporation of Minneapolis SafeZone Collaborative attached hereto were duly adopted under and in accordance with the provisions of Minnesota Statutes, Chapter 317A, and the Articles of Incorporation and Bylaws of Minneapolis SafeZone Collaborative, and shall supersede and replace the existing Articles of Incorporation of this corporation.

The Restated Articles of Incorporation shall be effective August 1, 2009.

Dated: 7-8-09

By James P. Stetson
Ita President

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