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Form **990-EZ**  
 Department of the Treasury  
 Internal Revenue Service

**Short Form**  
**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)  
 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 1545-1150  
**2009**  
**Open to Public Inspection**

**A For the 2009 calendar year, or tax year beginning 01-01-2009, and ending 12-31-2009**

- B** Check if applicable:  
 Address change  
 Name change  
 Initial return  
 Terminated  
 Amended return  
 Application pending

**C** Name of organization: PHAME ACADEMY  
 Number and street (or P O box, if mail is not delivered to street address) Room/suite: 1640 NW 19TH AVENUE  
 City or town, state or country, and ZIP + 4: PORTLAND, OR 97209

**D** Employer identification number: 93-0991167  
**E** Telephone number: (503) 973-5815  
**F** Group Exemption Number:

**G** Accounting method:  Cash  Accrual  
 Other (specify)

**H** Check  if the organization is **not** required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

**I** Website: WWW.PHAMEACADEMY.COM  
**J** Tax-Exempt status (check only one)  501(c)(3) (insert no)  4947(a)(1) or  527  
**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  \$ 119,632

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

Revenue		Expenses		Net Assets	
<b>1</b>	Contributions, gifts, grants, and similar amounts received	<b>10</b>	Grants and similar amounts paid (attach schedule)	<b>18</b>	Excess or (deficit) for the year (Subtract line 17 from line 9)
<b>2</b>	Program service revenue including government fees and contracts	<b>11</b>	Benefits paid to or for members	<b>19</b>	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)
<b>3</b>	Membership dues and assessments	<b>12</b>	Salaries, other compensation, and employee benefits	<b>20</b>	Other changes in net assets or fund balances (attach explanation)
<b>4</b>	Investment income	<b>13</b>	Professional fees and other payments to independent contractors	<b>21</b>	Net assets or fund balances at end of year. Combine lines 18 through 20
<b>5a</b>	Gross amount from sale of assets other than inventory	<b>14</b>	Occupancy, rent, utilities, and maintenance		
<b>5b</b>	Less cost or other basis and sales expenses	<b>15</b>	Printing, publications, postage, and shipping		
<b>5c</b>	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	<b>16</b>	Other expenses (describe <input type="checkbox"/> )		
<b>6</b>	Special events and activities (complete applicable parts of Schedule G) If any amount is from gaming, check here <input type="checkbox"/>	<b>17</b>	<b>Total expenses.</b> Add lines 10 through 16		
<b>6a</b>	Gross revenue (not including \$4,344 of contributions reported on line 1)				
<b>6b</b>	Less direct expenses other than fundraising expenses				
<b>6c</b>	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)				
<b>7a</b>	Gross sales of inventory, less returns and allowances				
<b>7b</b>	Less cost of goods sold				
<b>7c</b>	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)				
<b>8</b>	Other revenue (describe <input type="checkbox"/> )				
<b>9</b>	<b>Total revenue.</b> Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8				

**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
<b>22</b> Cash, savings, and investments	82,896	<b>22</b> 75,417
<b>23</b> Land and buildings		<b>23</b>
<b>24</b> Other assets (describe <input type="checkbox"/> )		<b>24</b>
<b>25</b> <b>Total assets</b>	82,896	<b>25</b> 75,417
<b>26</b> <b>Total liabilities</b> (describe <input type="checkbox"/> )	0	<b>26</b> 6,221
<b>27</b> <b>Net assets or fund balances</b> (line 27 of column (B) must agree with line 21)	82,896	<b>27</b> 69,196



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

**Yes No**

<p><b>33</b> Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity . . . . .</p>	<p><b>33</b></p>		<p>No</p>
<p><b>34</b> Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes  . . . . .</p>	<p><b>34</b></p>	<p>Yes</p>	
<p><b>35</b> If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but <b>not</b> reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T . . . . .</p>			
<p><b>a</b> 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? . . . . .</p>	<p><b>35a</b></p>		<p>No</p>
<p><b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .</p>	<p><b>35b</b></p>		
<p><b>36</b> Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N . . . . .</p>	<p><b>36</b></p>		<p>No</p>
<p><b>37a</b> Enter amount of political expenditures, direct or indirect, as described in the instructions  <b>37a</b> <u>0</u></p>			
<p><b>b</b> Did the organization file <b>Form 1120-POL</b> for this year? . . . . .</p>	<p><b>37b</b></p>		
<p><b>38a</b> Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee <b>or</b> were any such loans made in a prior year and still outstanding at the end of the period covered by this return? . . . . .</p>	<p><b>38a</b></p>		<p>No</p>
<p><b>b</b> If "Yes," complete Schedule L, Part II and enter the total amount involved . . . . .</p>	<p><b>38b</b></p>		
<p><b>39</b> <i>Section 501(c)(7) organizations.</i> Enter</p>			
<p><b>a</b> Initiation fees and capital contributions included on line 9 . . . . .</p>	<p><b>39a</b></p>		
<p><b>b</b> Gross receipts, included on line 9, for public use of club facilities . . . . .</p>	<p><b>39b</b></p>		
<p><b>40a</b> <i>Section 501(c)(3) organizations.</i> Enter amount of tax imposed on the organization during the year under section 4911  <u>0</u>, section 4912  <u>0</u>, section 4955  <u>0</u></p>			
<p><b>b</b> <i>Section 501(c)(3) and 501(c)(4) organizations.</i> 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 . . . . .</p>	<p><b>40b</b></p>		<p>No</p>
<p><b>c</b> <i>Section 501(c)(3) and 501(c)(4) organizations</i> Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 . . . . .  <u>0</u></p>			
<p><b>d</b> <i>Section 501(c)(3) and 501(c)(4) organizations</i> Enter amount of tax on line 40c reimbursed by the organization . . . . .  <u>0</u></p>			
<p><b>e</b> <i>All organizations.</i> At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T . . . . .</p>	<p><b>40e</b></p>		<p>No</p>
<p><b>41</b> List the states with which a copy of this return is filed  <u>OR</u></p>			
<p><b>42a</b> The organization's books are in care of  <u>ETHAN DUNHAM</u> Telephone no  <u>(503) 973-5815</u>                  1640 NW 19TH AVENUE                  Located at  <u>PORTLAND, OR</u> ZIP + 4  <u>97209</u></p>			
<p><b>b</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)?</p>	<p><b>42b</b></p>	<p><b>Yes No</b></p>	<p>No</p>
<p>If "Yes," enter the name of the foreign country  _____                  See the instructions for exceptions and filing requirements for <b>Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.</b></p>			
<p><b>c</b> At any time during the calendar year, did the organization maintain an office outside of the U S ?</p>	<p><b>42c</b></p>		<p>No</p>
<p>If "Yes," enter the name of the foreign country  _____</p>			
<p><b>43</b> Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of <b>Form 1041</b>—Check here  <input checked="" type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year . . . . .  <b>43</b> <u>        </u></p>	<p><b>43</b></p>		
<p><b>44</b> Did the organization maintain any donor advised funds? If "Yes", Form 990 must be completed instead of Form 990-EZ.</p>	<p><b>44</b></p>	<p><b>Yes No</b></p>	<p>No</p>
<p><b>45</b> 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.</p>	<p><b>45</b></p>		<p>No</p>

**Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.**

All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

	Yes	No
<b>46</b> 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		No
<b>47</b> Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		No
<b>48</b> Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		No
<b>49a</b> Did the organization make any transfers to an exempt non-charitable related organization?		No
<b>49b</b> If "Yes," was the related organization a section 527 organization?		

**50** Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
NONE				

**50(f)** Total number of other employees paid over \$100,000 . . . . .

**51** Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
NONE		

**51(d)** Total number of other independent contractors each receiving over \$100,000 . . . . .

**Please Sign Here** Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature of officer: \*\*\*\*\* Date: 2010-11-02

Type or print name and title: ETHAN DUNHAM, BOARD CHAIR/TREASURER

**Paid Preparer's Use Only**

Preparer's signature: Sang Ahn Date: \_\_\_\_\_ Check if self-employed:

Firm's name (or yours if self-employed), address, and ZIP + 4: McDONALD JACOBS PC, 520 SW YAMHILL STE 500, PORTLAND, OR 97204

Preparer's identifying number (See instructions): \_\_\_\_\_

EIN: \_\_\_\_\_ Phone no: (503) 227-0581

May the IRS discuss this return with the preparer shown above? See instructions  Yes  No

**SCHEDULE A**  
(Form 990 or 990EZ)

**Public Charity Status and Public Support**

OMB No 1545-0047

**2009**

**Open to Public Inspection**

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.

Department of the Treasury  
Internal Revenue Service

Name of the organization  
PHAME ACADEMY

Employer identification number

93-0991167

**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 **section 170(b)(1)(A)(i).**
- 2  A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E )
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state
  
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II )
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)** (Complete Part II )
- 8  A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II )
- 9  An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III )
- 10  An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h  
 a  Type I      b  Type II      c  Type III - Functionally integrated      d  Type III - 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 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)		

(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	
<b>Total</b>									

**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.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>4 Total.</b> Add lines 1 through 3						
<b>5</b> 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)						
<b>6 Public Support.</b> Subtract line 5 from line 4						

**Section B. Total Support**

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>7</b> Amounts from line 4						
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on						
<b>10</b> Other income (Explain in Part IV ) Do not include gain or loss from the sale of capital assets						
<b>11 Total support</b> (Add lines 7 through 10)						

**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 501(c)(3) organization, check this box and **stop here**

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

**14** Public Support Percentage for 2009 (line 6 column (f) divided by line 11 column (f)) **14**

**15** Public Support Percentage for 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

**b 33 1/3% support test—2008.** If the organization did not check the box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization

**17a 10%-facts-and-circumstances test—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

**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

**18 Private Foundation** If the organization did not check a box on line 13, 16a, 16b, 17a or 17b, check this box and see instructions

**Part III Support Schedule for Organizations Described in IRC 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
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	68,919	49,780	24,392	37,323	53,137	233,551
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	23,191	25,814	125,010	39,825	54,351	268,191
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5	92,110	75,594	149,402	77,148	107,488	501,742
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						0
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						0
<b>c</b> Add lines 7a and 7b						0
<b>8 Public Support</b> (Subtract line 7c from line 6 )						501,742

**Section B. Total Support**

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>9</b> Amounts from line 6	92,110	75,594	149,402	77,148	107,488	501,742
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources				1,520	354	1,874
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b				1,520	354	1,874
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV )		16,518	43,997	19,715	11,790	92,020
<b>13 Total support</b> (Add lines 9, 10c, 11 and 12 )	92,110	92,112	193,399	98,383	119,632	595,636
<b>14 First Five Years</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and <b>stop here</b> <input type="checkbox"/>						

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

<b>15</b> Public Support Percentage for 2009 (line 8 column (f) divided by line 13 column (f))	<b>15</b>	84.240 %
<b>16</b> Public support percentage from 2008 Schedule A, Part III, line 15	<b>16</b>	

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

<b>17</b> Investment income percentage for <b>2009</b> (line 10c column (f) divided by line 13 column (f))	<b>17</b>	0.310 %
<b>18</b> Investment income percentage from <b>2008</b> Schedule A, Part III, line 17	<b>18</b>	

**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—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization

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

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**Part IV** **Supplemental Information.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Provide any other additional information. See instructions

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**Additional Data**

**Software ID:**  
**Software Version:**  
**EIN:** 93-0991167  
**Name:** PHAME ACADEMY

**Form 990EZ, Part IV - List of Officers, Directors, Trustees, and Key Employees**

<b>(A) Name and address</b>	<b>(B) Title and average hours per week devoted to position</b>	<b>(C) Compensation (If not paid, enter -0-.)</b>	<b>(D) Contributions to employee benefit plans &amp; deferred compensation</b>	<b>(E) Expense account and other allowances</b>
A NANNETTE TAYLOR 1640 NW 19TH AVE PORTLAND, OR 972091704	EXEC DIR 30 00	25,000	2,000	0
MICHAEL ASHTON 1640 NW 19TH AVE PORTLAND, OR 972091704	DIRECTOR 30 00	11,345	250	0
JESSICA E DART 1640 NW 19TH AVE PORTLAND, OR 972091704	DIRECTOR 30 00	7,051	1,000	0
ANNE MADDEN 1640 NW 19TH AVE PORTLAND, OR 972091704	CHAIR 5 00	0	0	0
LESLIE DAVIS 1640 NW 19TH AVE PORTLAND, OR 972091704	VICE CHAIR 3 00	0	0	0
ETHAN DUNHAM 1640 NW 19TH AVE PORTLAND, OR 972091704	TREASURER 5 00	0	0	0
CHRISTINA JESKO 1640 NW 19TH AVE PORTLAND, OR 972091704	SECRETARY 3 00	0	0	0



**Part III Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events
		<b>GALA</b> (event type)	(event type)	(total number)	(Add col (a) through col (c))
<b>Revenue</b>	<b>1</b> Gross receipts . . . . .	16,134			16,134
	<b>2</b> Less Charitable contributions . . . . .	4,344			4,344
	<b>3</b> Gross income (line 1 minus line 2) . . . . .	11,790			11,790
<b>Direct Expenses</b>	<b>4</b> Cash prizes . . . . .				
	<b>5</b> Non-cash prizes . . . . .				
	<b>6</b> Rent/facility costs . . . . .	918			918
	<b>7</b> Food and beverages . . . . .	3,127			3,127
	<b>8</b> Entertainment . . . . .				
	<b>9</b> Other direct expenses . . . . .				
	<b>10</b> Direct expense summary Add lines 4 through 9 in column (d) . . . . . ▶				4,045
<b>11</b> Net income summary Combine lines 3, column d, and line 10. . . . . ▶				7,745	

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

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

		Yes	No
<b>9</b> Enter the state(s) in which the organization operates gaming activities _____			
<b>a</b> Is the organization licensed to operate gaming activities in each of these states? . . . . .	<b>9a</b>		
<b>b</b> If "No," Explain _____			
<b>10a</b> Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	<b>10a</b>		
<b>b</b> If "Yes," Explain _____			
<b>11</b> Does the organization operate gaming activities with nonmembers? . . . . .	<b>11</b>		
<b>12</b> Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? . . . . .	<b>12</b>		

		Yes	No
<b>13</b> Indicate the percentage of gaming activity operated in			
<b>a</b> The organization's facility . . . . .	<b>13a</b>		
<b>b</b> An outside facility . . . . .	<b>13b</b>		
<b>14</b> Enter the name and address of the person who prepares the organization's gaming/special events books and records			
Name ▶ _____			
Address ▶ _____			
<b>15a</b> Does the organization have a contract with a third party from whom the organization receives gaming revenue? . . . . .		<b>15a</b>	
<b>b</b> If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____			
<b>c</b> If "Yes," enter name and address			
Name ▶ _____			
Address ▶ _____			
<b>16</b> Gaming manager information			
Name ▶ _____			
Gaming manager compensation ▶ \$ _____			
Description of services provided ▶ _____			
<input type="checkbox"/> Director/officer <input type="checkbox"/> Employee <input type="checkbox"/> Independent contractor			
<b>17</b> Mandatory distributions			
<b>a</b> Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? . . . . .		<b>17a</b>	
<b>b</b> Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____			

## TY 2009 Other Expenses Schedule

**Name:** PHAME ACADEMY

**EIN:** 93-0991167

Description	Amount
PROGRAM EXPENSE	11,010
ACCOUNTING	4,484
MISCELLANEOUS EXPENSE	3,339
VENUE	3,422
TUITION ASSISTANCE	2,281
SUPPLIES	3,777
ADVERTISING COSTS	3,360
TRAVEL EXPENSES	1,273
PRIOR PERIOD ADJUSTMENTS	3,042

**TY 2009 Other Liabilities Schedule**

**Name:** PHAME ACADEMY

**EIN:** 93-0991167

Description	Beginning of Year Amount	End of Year Amount
ACCOUNTS PAYABLE	0	6,221

**TY 2009 Transfers Personal Benefits  
Contracts Declaration**

**Name:** PHAME ACADEMY

**EIN:** 93-0991167

**Declaration:** The organization did not, during the year, receive any funds, directly, or indirectly, to pay premiums on a personal benefit contract. The organization, did not, during the year, pay any premiums, directly, or indirectly, on a personal benefit contract.

## **2009 RESTATED BYLAWS OF PHAME ACADEMY**

### **ARTICLE 1**

#### **Name and Classification**

- 1.1 The name of the corporation will be PHAME Academy
- 1.2 The corporation will be a public benefit corporation as that term is defined in the Oregon Non Profit Corporation Act (the "Act")

### **ARTICLE 2**

#### **Mission Statement**

PHAME Academy is a nonprofit, charitable corporation whose mission is "to support the development of skills and self-esteem for adults with developmental disabilities through education and participation in the fine and performing arts."

### **ARTICLE 3**

#### **Board of Directors**

- 3.1 Duties of the Board of Directors The business affairs of the corporation will be managed by its board of directors. The number of the directors will range between nine and fifteen, each of whom will serve for a period of two (2) years and or until their successors are elected. The exact number of directors will be fixed from time to time by the board of directors at any regular or special meeting.
- 3.2 Elections Election of new directors or election of current directors to succeeding terms will occur as the first item of business at the annual meeting of the board of directors. Directors will be elected by a silent majority vote of directors in attendance at the meeting. Additional director positions may be filled as needed and upon recommendation from the Nominating Committee.
- 3.3 Qualifications & Expectations Qualifications for members of the board of directors will be determined by the board of directors as defined in the "Board Position Responsibilities".
- 3.4 Vacancies If a director dies, resigns, or is removed, the board will determine whether or not to fill the vacancy. When filling a vacancy, the board will follow the procedure for election, as outlined in Article 3.2, and the new director will serve for the duration of the unexpired term.
- 3.5 Removal Any director may be removed from the board of directors by the directors present at the meeting of the board in accordance with Article 4.6. Notice of the proposed removal will be given to directors with the notice of the meeting. The director involved will be given an opportunity to be present and to be heard at the meeting in

which his or her removal is considered

3.6 Director Conflict of Interest Any director can be disqualified from voting when a case of potential conflict of interest is determined by a majority of votes cast by the remaining directors. A potential conflict of interest exists if one or more directors could experience direct or indirect personal gain or loss due to the outcome of a board resolution. Directors have an affirmative duty to disclose to the board of directors all material facts of any potential conflict of interest. Actions of the board are not violable on the grounds of conflict of interest except as provided in the Act.

3.7 Compensation No compensation will be paid to any member of the board of directors for services as a member of the board.

#### **ARTICLE 4** **Meeting of the Board of Directors**

4.1 Annual and Regular Meetings An annual meeting of the board of directors will be held in January of each year for the purpose of electing officers, new directors and current directors to succeeding terms. In addition to the annual meeting, the board will hold regular meetings at least four (4) times each calendar year at such place as may be designated in the notice of the meeting.

4.2 Notice Directors will be notified at least seven days prior to the day such meetings are to be held.

4.3 Special Meetings Special meetings of the board may be called at any time by the chair or upon receipt of a request signed by three or more directors. Directors will be notified of special meetings at least two (2) days prior to the day such meeting is to be held.

4.4 Waiver of Notice A director may at any time waive any notice required by law, the Articles of Incorporation or these bylaws. Unless a director attends or participates in a meeting, a waiver must be in writing, must be signed by the director entitled to notice, must specify the meeting for which notice is waived and must be filed with the minutes or corporate records.

4.5 Quorums The presence of a majority of the directors will constitute a quorum at any meeting.

4.6 Vote A vote of the majority of the directors present at a meeting is required to pass a motion before the board.

4.7 Telephonic Meetings Members of the board of directors may hold a board meeting by conference telephone, email or similar communications equipment by means of which all persons participating in the meeting can communicate with each other. Participation in such a meeting will constitute presence in person at the meeting.

4.8 Action without Meeting Any action that is required or permitted to be taken by the directors at a meeting may be taken without a meeting if consent in writing or by email setting forth the action is signed by all of the directors entitled to vote on the matter. The action will be effective on the date when the last signature is placed on the consent or at such earlier or later time as is set forth therein. Such consent, which will have the same effect as a unanimous vote of the directors, will be filed with the minutes of the corporation.

## **ARTICLE 5**

### **Officers of the Corporation**

5.1 Enumeration The Officers of the Corporation will be the Chair, Vice Chair, Treasurer, Secretary and such other officers with duties as the board prescribes.

5.2 Election/Term The officers of the corporation will be elected annually by a silent majority vote of directors in attendance at the annual meeting. Each officer will serve a one-year term. There is no limit to the number of consecutive terms an officer may serve.

5.3 Removal Any officer may be removed with or without cause by the board of directors in accordance with Section 3.5. The matter of removal may be acted upon at any official meeting of the board, provided that notice of intention to consider said removal has been given to each board member and to the officer affected at least two days previously.

5.4 Vacancies A vacancy in any office may be filled and the new officer will serve for the duration of the unexpired term. When filling a vacancy, the new officer will be elected by a silent majority vote of directors in attendance at the meeting.

5.5 Chair The Chair shall preside at all meetings of the Board of Directors and subject to the control of the Board of Directors, the Chair shall be charged with the general supervision, management and control of all the business and affairs of the corporation. The Chair shall sign, with the Secretary or any other proper officer of the corporation thereunto authorized by the Board of Directors, any contract or other instrument which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be especially delegated by the Board of Directors or by these Bylaws to some other officer or agent of the corporation or shall be required by law to be otherwise signed or executed. The Chair shall perform such other duties as from time to time may be prescribed by the Board of Directors.

5.6 Vice Chair In the absence of the Chair or in the event of the Chair's death, inability or refusal to act, the Vice-Chair shall perform the duties of the Chair and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chair. The Vice-Chair shall perform such other duties as from time to time may be prescribed by the Chair or the Board of Directors.

5.7 Secretary The Secretary shall keep the minutes of the meetings of the members and the Board of Directors in one or more books provided for that purpose, see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law, be custodian of the corporation's records, and in general perform all duties incidental to the office of Secretary and such other duties as from time to time may be prescribed by the Chair or the Board of Directors.

5.8 Treasurer If required by the Board of Directors the Treasurer shall give a bond for the faithful discharge of the Treasurer's duties in such form and with such surety or sureties as the Board of Directors shall determine. The Treasurer shall have charge and custody of all corporation funds and shall keep in books belonging to the corporation full and accurate accounts of all receipts and disbursements. The Treasurer shall deposit all money and other valuable effects in the name of the corporation in such depositories as may be designated for that purpose by the Board of Directors. The Treasurer shall disburse the funds of the corporation, taking proper vouchers for such disbursements, and shall render to the Chair and Directors at the meetings of the board or whenever requested by them an account of all the Treasurer's transactions and of the financial condition of the corporation. The Treasurer shall be an ex officio member of any committee of the corporation empowered to disburse or commit funds of the corporation.

Additional Officers Officers and assistant officers, in addition to those heretofore described, who are elected or appointed by the Board of Directors shall perform such duties as shall be assigned to them by the Chair or the Board of Directors.

## **ARTICLE 6** **Committees**

Committees may be established or abolished upon the board of directors' evaluation of the corporation's resources and goals. Committee members may be members of the board of directors or other interested parties. The committee will designate and the board will approve a liaison to the board of directors who is responsible for maintaining accountability of the committee to the board. The studies, findings, and recommendations of all committees will be reported to the board of directors for consideration and action except as otherwise ordered by the board. Committees may adopt such rules for the conduct of business as are appropriate and consistent with these bylaws, articles of incorporation or federal, state, or local law.

## **ARTICLE 7** **Miscellaneous Provisions**

8.1 Authority To Contract and Execute Instrument The board may authorize any officer or officers, agent or agents of the corporation in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver instruments in the name of, and on behalf of, the corporation. Such authority may be general or confined to specific instances. All real estate transactions, including the purchase or sale

of real property or entering into any lease as lessee or lessor will be approved in advance by the board

8.2 Signing Checks and Like Instruments All checks, drafts and other orders for payments of funds will be signed by such officers or other persons as the board of directors may from time to time designate

8.3 Record Keeping The corporation will keep correct and complete books and records of account, and will keep minutes of the proceedings of its board of directors

8.4 Fiscal Year The fiscal year of the corporation will be July 1st through June 30

8.5 Severability Any determination that any provision of these bylaws is for any reason inapplicable, invalid, illegal, or otherwise ineffective will not affect or invalidate any other provision of these bylaws

## **ARTICLE 8** **Limitations of Liability, Indemnification**

### 9.1 Liability

9.1.1 No director or uncompensated officer of the corporation will be personally liable to the corporation or its members for monetary damages for conduct as a director or uncompensated officer provided that this article will not eliminate liability which may not be eliminated under the act

9.1.2 No amendment to the act that further limits the acts or omissions for which elimination of liability is permitted will affect that liability of a director or uncompensated officer for any act or omission, which occurs prior to the effective date of such amendment

9.1.3 The provisions of this article are intended to be in addition to and not in limitation of any other provisions of the bylaws or any agreement of the corporation or any law that eliminates or limits the liability of directors, officers and others acting on behalf of the corporation

9.2 Indemnification A director, officer, employee, member, or agent of the corporation will be indemnified against expenses (including attorneys' fees), judgments, and fines. Amounts paid in settlement actually and reasonably incurred by him or her in connection with any civil action, suit or proceeding in which s/he may be named as a party, and which is in connection with his or her duties as a director, officer, employee, member or agent of this corporation if he or she acted in good faith, and in a manner he or she reasonably believed to be in or not opposed to the best interests of the corporation

## **ARTICLE 9** **Amendments**

These bylaws may be altered, amended or repealed and new by laws may be adopted by a 2/3 majority of the board of directors at any regular or special meeting if at least ten days written notice or notice via email is given of intention to alter, amend, repeal, or adopt new bylaws

\_\_\_\_\_  
**Certificate of Secretary of PHAME Academy**  
\_\_\_\_\_

The undersigned, being the duly appointed secretary of PHAME Academy (the corporation), does hereby certify that the foregoing 2009 restated bylaws have been duly adopted by the corporation's board of directors as the bylaws of the corporation.

In witness whereof the undersigned has executed the certificate on the  
\_\_\_\_\_ 2009

Christina Jesko \_\_\_\_\_  
Secretary