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Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

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

OMB No 1545-0047

2012Open to Public
Inspection**A For the 2012 calendar year, or tax year beginning****and ending****B** Check if applicable

- ☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization

OPPORTUNITY FINANCE NETWORK

Doing Business As

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

620 CHESTNUT STREET

Room/suite

572

City, town, or post office, state, and ZIP code

PHILADELPHIA, PA 19106

F Name and address of principal officer: MARK PINSKY

SAME AS C ABOVE

D Employer identification number

20-5189202

E Telephone number

215-923-4754

G Gross receipts \$

19,677,362.

H(a) Is this a group return

for affiliates?

☐ Yes☒ No**H(b) Are all affiliates included?**☐ Yes☐ No

If "No," attach a list. (see instructions)

H(c) Group exemption number ▶**I Tax-exempt status:** ☒ 501(c)(3) ☐ 501(c)() (insert no.) ☐ 4947(a)(1) or ☐ 527**J Website:** WWW.OPPORTUNITYFINANCE.NET**K Form of organization:** ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶**L Year of formation:** 2006 **M State of legal domicile:** PA**Part I Summary**

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: OFN'S MISSION IS TO LEAD CDFIS AND THEIR PARTNERS TO ENSURE THAT LOW-INCOME, LOW-WEALTH, AND OTHER			
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.			
	3	Number of voting members of the governing body (Part VI, line 1a)		
	4	Number of independent voting members of the governing body (Part VI, line 1b)		
	5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)		
	6	Total number of volunteers (estimate if necessary)		
	7a	Total unrelated business revenue from Part VIII, column (C), line 12		
7b	Net unrelated business taxable income from Form 990-T, line 34			
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year 35,138,455.	Current Year 12,391,470.
	9	Program service revenue (Part VIII, line 2g)	5,298,759.	5,990,912.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	271,725.	329,470.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	758,658.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	40,708,939.	19,470,510.
	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	7,372,223.	10,507,749.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	3,374,021.	4,029,352.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	16b	Total fundraising expenses (Part IX, column (D), line 25) ▶	186,673.	
Expenses	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	4,599,503.	5,197,632.
	18	Total expenses - add lines 16b and 17 (must equal Part IX, column (A), line 25)	15,345,747.	19,734,733.
	19	Revenue less expenses. Subtract line 18 from line 12	25,363,192.	<264,223.>
	20	Total assets (Part X, line 16)	Beginning of Current Year 109,623,748.	End of Year 114,065,426.
Net Assets or Fund Balances	21	Total liabilities (Part X, line 26)	59,834,262.	64,604,069.
	22	Net assets or fund balances. Subtract line 21 from line 20	49,789,486.	49,461,357.

Part II Signature Block

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

Sign Here

Signature of officer

Date

FRANCIS A. LUTZ, CHIEF FINANCIAL OFFICER

Type or print name and title

10/31/2013

Paid

Print/Type preparer's name

CHRISTOPHER M. PEKULA

Preparer's signature

CHRISTOPHER M. PEKULA

Date

10/30/13

Check ☐ if self-employed

PTIN

P00734965

Preparer Use Only

Firm's name ▶

MCGLADREY LLP

Firm's EIN ▶

42-0714325

Firm's address ▶

751 ARBOR WAY, SUITE 200
BLUE BELL, PA 19422

Phone no.

215.641.8600

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

☒ Yes☐ No

232001 12-10-12

LHA For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2012)

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

SCANNED NOV 19 2013

916-2

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Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

☒**1** Briefly describe the organization's mission:

OFN'S MISSION IS TO LEAD CDFIS AND THEIR PARTNERS TO ENSURE THAT LOW-INCOME, LOW-WEALTH, AND OTHER DISADVANTAGED PEOPLE AND COMMUNITIES HAVE ACCESS TO AFFORDABLE, RESPONSIBLE FINANCIAL PRODUCTS AND SERVICES. OFN IS A NATIONAL MEMBERSHIP ORGANIZATION OF MORE THAN 200

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

If "Yes," describe these new services on Schedule O.

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

If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses \$ 1,630,126. including grants of \$) (Revenue \$ 3,021,856.)
 FINANCIAL SERVICES INCLUDES THE FOLLOWING ACTIVITIES WHICH BENEFIT LOW-INCOME AND LOW-WEALTH COMMUNITIES THROUGHOUT THE U.S: OFN'S FINANCING FUND (ON BALANCE-SHEET LENDING AND INVESTING TO CDFIS), ASSET MANAGEMENT (FEE-BASED BUSINESS PROVIDING UNDERWRITING AND MONITORING SERVICES TO THIRD PARTY INVESTORS INVESTING IN CDFIS), NEW MARKETS TAX CREDIT ACTIVITY, AND OTHER FINANCING RESEARCH AND DEVELOPMENT.

OFN PROVIDES FINANCING TO ITS NETWORK OF CDFIS WHICH BENEFITS MILLIONS OF LOW-INCOME AND LOW-WEALTH PEOPLE AND COMMUNITIES. THROUGH ITS FINANCING FUND, OFN PROVIDES BELOW-MARKET RATE LOANS AND INVESTMENTS TO CDFIS, WHICH IN TURN PROVIDE LOANS AND INVESTMENTS TO INDIVIDUALS AND ORGANIZATIONS THAT WOULD NOT OTHERWISE HAVE ACCESS TO REASONABLE AND

4b (Code) (Expenses \$ 1,812,082. including grants of \$ 298,359.) (Revenue \$ 551,626.)
 KNOWLEDGE SHARING - OFN WORKS TO IMPROVE THE PERFORMANCE OF CDFIS SO THEY CAN BETTER SERVE LOW-INCOME, LOW-WEALTH COMMUNITIES. OFN PROVIDES TRAINING TO ITS NETWORK OF CDFIS AND OTHER KEY STAKEHOLDERS IN THE INDUSTRY. THIS TRAINING IMPROVES THE PERFORMANCE AND SUSTAINABILITY OF THESE CDFIS TO SERVE THEIR CLIENTELE OF LOW-INCOME PEOPLE AND COMMUNITIES, AND INCREASES RESOURCES AVAILABLE TO CDFIS. OTHER PRODUCTS AND SERVICES THAT IMPROVE THE PERFORMANCE OF CDFIS INCLUDE PUBLICATIONS, DATA COLLECTION AND ANALYSIS, MEMBERSHIP, REGIONAL MEETINGS, AND OTHER KNOWLEDGE SHARING ACTIVITIES.

4c (Code) (Expenses \$ 11,467,776. including grants of \$ 9,349,390.) (Revenue \$ 855,000.)
 STRATEGIC INITIATIVES - STRATEGIC INITIATIVES INCLUDES OFN'S CROSS-FUNCTIONAL HIGH IMPACT INITIATIVES THAT BENEFIT THE CDFI INDUSTRY WITH CAPITAL AND OTHER RESOURCES. IN 2012, THIS INCLUDES THE NEXT AWARDS AND CREATE JOBS FOR USA FUND. THE PURPOSE OF THE NEXT AWARDS IS TO PROPEL HIGH POTENTIAL CDFIS SERVING LOW-INCOME COMMUNITIES TO THE NEXT LEVEL OF GROWTH, SUCCESS AND STAYING POWER. OFN RAISED CAPITAL WHICH WAS USED TO MAKE LOANS AND GRANTS EACH YEAR FOR A SIX-YEAR PERIOD FROM 2007-2012.

4d Other program services (Describe in Schedule O.)

(Expenses \$ 4,060,899. including grants of \$ 860,000.) (Revenue \$ 2,321,088.)

4e Total program service expenses ► 18,970,883.

Part IV Checklist of Required Schedules

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

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Part IV Checklist of Required Schedules (continued)

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

Note. All Form 990 filers are required to complete Schedule O

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Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V ☐

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a 49		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	X	
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 41		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		X
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b		
4a 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)?	4a		X
b If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		X
c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a		X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b		
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		X
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		X
d If "Yes," indicate the number of Forms 8282 filed during the year	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8		
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?	9a		
b Did the organization make a distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter:			
a Initiation fees and capital contributions included on Part VIII, line 12	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b		
11 Section 501(c)(12) organizations. Enter:			
a Gross income from members or shareholders	11a		
b 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 lieu of Form 1041?	12a		
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state?	13a		
Note. See the instructions for additional information the organization must report on Schedule O.			
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b		
c Enter the amount of reserves on hand	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a		X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b		

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

Check if Schedule O contains a response to any question in this Part VI

☒**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	13	
b Enter the number of voting members included in line 1a, above, who are independent	13	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	X	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6 Did the organization have members or stockholders?	X	
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	X	
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	X	
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	X	
b Each committee with authority to act on behalf of the governing body?	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **PA, AK, AL, AR, AZ, CA, CO, CT, DC, FL, GA, HI**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **LAURIE CURRAN - 215-320-4317**
620 CHESTNUT STREET, PHILADELPHIA, PA 19106

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

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

- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) ERIC BELSKY BOARD MEMBER	2.00	X						0.	0.	0.
(2) DONALD BOWEN BOARD MEMBER	2.00	X						0.	0.	0.
(3) ALAN BRANSON TREASURER	2.00	X		X				0.	0.	0.
(4) JOAN BRODHEAD BOARD MEMBER	2.00	X						0.	0.	0.
(5) LORI CHATMAN BOARD MEMBER	2.00	X						0.	0.	0.
(6) TRINITA LOGUE CHAIR OF THE BOARD	2.00	X						0.	0.	0.
(7) JULIA NELMARK BOARD MEMBER	2.00	X						0.	0.	0.
(8) MARY ROGIER BOARD MEMBER	2.00	X						0.	0.	0.
(9) JOHN BERDES BOARD MEMBER	2.00	X						0.	0.	0.
(10) KEITH BISSON BOARD MEMBER	2.00	X						0.	0.	0.
(11) PENELOPE DOUGLAS BOARD MEMBER	2.00	X						0.	0.	0.
(12) DAVID GLASER BOARD MEMBER	2.00	X						0.	0.	0.
(13) JIM KING BOARD MEMBER	2.00	X						0.	0.	0.
(14) MARK PINSKY PRESIDENT & CEO	40.00			X				294,980.	0.	19,112.
(15) CATHERINE DOLAN CHIEF OPERATING OFFICER	40.00			X				197,720.	0.	14,867.
(16) FRANCIS LUTZ CHIEF FINANCIAL OFFICER	40.00			X				43,383.	0.	4,776.
(17) BETH LIPSON CHIEF FINANCIAL OFFICER (FORMER)	24.00			X				104,437.	0.	206.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) PAIGE CHAPEL EVP, CARS/HC	40.00					X		0.	180,000.	3,098.
(19) PAMELA PORTER EVP, CONSULTING/HC	40.00					X		172,200.	0.	2,247.
(20) WANDA SPEIGHT EVP, FINANCIAL SERVICES/HC	40.00					X		164,009.	0.	13,461.
(21) JENNIFER VASILOFF EVP, POLICY/HC	40.00					X		149,399.	0.	2,237.
(22) LINA PAGE EVP, STRATEGIC COMMUNICATIONS/HC	40.00					X		144,898.	0.	16,837.
(23) TESS COLBY VP - CARS	40.00					X		0.	108,810.	18,739.
(24) DONNA FABRIANI EVP, KNOWLEDGE SHARING	40.00					X		142,338.	0.	13,432.
(25) GREGORY SCHIEFELBEIN EVP, DEVELOPMENT	40.00					X		130,583.	0.	14,262.
1b Sub-total								1,543,947.	288,810.	123,274.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								1,543,947.	288,810.	123,274.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **11**

- 3** Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
3		X
4	X	
5		X

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

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

Part VIII Statement of RevenueCheck if Schedule O contains a response to any question in this Part VIII ☐

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b	212,829.			
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e	1,163,334.			
	f All other contributions, gifts, grants, and similar amounts not included above	1f	11,015,307.			
	g Noncash contributions included in lines 1a-1f \$					
	h Total. Add lines 1a-1f		12,391,470.			
	Program Service Revenue	2 a INTEREST ON LOANS	Business Code 525990	2,898,781.	2,898,781.	
b TECHNICAL SERVICES		900099	2,558,445.	2,558,445.		
c TRAINING EVENTS		900099	533,686.	533,686.		
d						
e						
f All other program service revenue						
g Total. Add lines 2a-2f			5,990,912.			
Other Revenue		3 Investment income (including dividends, interest, and other similar amounts)		290,152.		290,152.
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities				
		(ii) Other				
		b Less: cost or other basis and sales expenses				
		c Gain or (loss)				
	d Net gain or (loss)		39,318.		39,318.	
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
		b Less: direct expenses	b			
		c Net income or (loss) from fundraising events				
	9 a Gross income from gaming activities. See Part IV, line 19	a				
		b Less: direct expenses	b			
		c Net income or (loss) from gaming activities				
	10 a Gross sales of inventory, less returns and allowances	a				
b Less: cost of goods sold		b				
c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code				
11 a ADMINISTRATIVE / EMPLOYEE LEASING	900099	758,658.	758,658.			
b						
c						
d All other revenue						
e Total. Add lines 11a-11d		758,658.				
12 Total revenue. See instructions.		19,470,510.	6,749,570.	0.	329,470.	

Part IX Statement of Functional Expenses

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

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	10,507,749.	10,507,749.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	679,481.	571,613.	76,037.	31,831.
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	2,826,092.	2,457,477.	282,758.	85,857.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	27,073.	22,775.	3,405.	893.
9 Other employee benefits	256,187.	215,517.	30,560.	10,110.
10 Payroll taxes	240,519.	202,336.	29,663.	8,520.
11 Fees for services (non-employees):				
a Management				
b Legal	54,063.	54,063.		
c Accounting	74,135.	61,471.	9,675.	2,989.
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	1,388,693.	1,374,125.	9,762.	4,806.
12 Advertising and promotion	116,260.	115,962.		298.
13 Office expenses	144,312.	122,800.	16,653.	4,859.
14 Information technology	163,230.	135,307.	21,190.	6,733.
15 Royalties				
16 Occupancy	293,324.	242,969.	37,542.	12,813.
17 Travel	268,980.	243,845.	16,752.	8,383.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	739,487.	733,209.	2,245.	4,033.
20 Interest	1,169,319.	1,169,319.		
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	26,400.	21,877.	3,405.	1,118.
23 Insurance	46,694.	40,449.	4,749.	1,496.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a PROVISION FOR LOAN LOSS	385,914.	385,914.		
b TECHNOLOGY PROJECTS	107,727.	107,721.	6.	
c RECRUITING	70,217.	57,561.	12,656.	
d MEMBERSHIPS	47,669.	45,195.	2,426.	48.
e All other expenses	101,208.	81,629.	17,693.	1,886.
25 Total functional expenses. Add lines 1 through 24e	19,734,733.	18,970,883.	577,177.	186,673.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

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

Part X Balance SheetCheck if Schedule O contains a response to any question in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	500.	1	500.
	2 Savings and temporary cash investments	18,643,595.	2	22,825,363.
	3 Pledges and grants receivable, net	17,679,587.	3	10,782,311.
	4 Accounts receivable, net	1,008,140.	4	354,375.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net	67,691,492.	7	75,488,122.
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	23,579.	9	31,316.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 631,820.		
	b Less: accumulated depreciation	10b 543,361.		
	11 Investments - publicly traded securities	54,483.	10c	88,459.
	12 Investments - other securities. See Part IV, line 11	3,909,399.	11	3,839,027.
	13 Investments - program-related. See Part IV, line 11	612,145.	12	655,123.
	14 Intangible assets		13	
	15 Other assets. See Part IV, line 11	828.	14	
16 Total assets. Add lines 1 through 15 (must equal line 34)	109,623,748.	15	830.	
Liabilities	17 Accounts payable and accrued expenses	109,623,748.	16	114,065,426.
	18 Grants payable	405,637.	17	480,468.
	19 Deferred revenue		18	488,601.
	20 Tax-exempt bond liabilities	306,625.	19	10,000.
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		20	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		21	
	23 Secured mortgages and notes payable to unrelated third parties		22	
	24 Unsecured notes and loans payable to unrelated third parties	56,122,000.	23	60,625,000.
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	3,000,000.	24	
	26 Total liabilities. Add lines 17 through 25	59,834,262.	25	3,000,000.
Net Assets or Fund Balances	27 Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		26	64,604,069.
	28 Unrestricted net assets	15,851,233.	27	28,135,992.
	29 Temporarily restricted net assets	33,938,253.	28	21,325,365.
	30 Permanently restricted net assets		29	
	31 Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.		30	
	32 Capital stock or trust principal, or current funds		31	
	33 Paid-in or capital surplus, or land, building, or equipment fund		32	
	34 Retained earnings, endowment, accumulated income, or other funds	49,789,486.	33	49,461,357.
	35 Total net assets or fund balances	109,623,748.	34	114,065,426.
	36 Total liabilities and net assets/fund balances			

Form 990 (2012)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	19,470,510.
2	Total expenses (must equal Part IX, column (A), line 25)	2	19,734,733.
3	Revenue less expenses. Subtract line 2 from line 1	3	<264,223.>
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	49,789,486.
5	Net unrealized gains (losses) on investments	5	<63,906.>
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	49,461,357.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☒

- 1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis
- b Were the organization's financial statements audited by an independent accountant?
If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:
☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a		X
2b	X	
2c	X	
3a	X	
3b	X	

Form 990 (2012)

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.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

OPPORTUNITY FINANCE NETWORK

Employer identification number

20-5189202

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

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

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

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

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

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

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

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

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

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

9 ☒ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

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

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

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Non-functionally integrated

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

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

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

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

(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)		

[illegible]

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

Schedule A (Form 990 or 990-EZ) 2012

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
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						
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						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4						
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						
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 type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test - 2012. 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 - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ► <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► <input type="checkbox"/>		

Schedule A (Form 990 or 990-EZ) 2012

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")		3349873.	3349619.	35138455.	12385250.	54223197.
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		2942996.	4077797.	5298759.	6749570.	19069122.
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		6292869.	7427416.	40437214.	19134820.	73292319.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons		1075000.	2929948.	27779354.	6665399.	38449701.
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.
c Add lines 7a and 7b		1075000.	2929948.	27779354.	6665399.	38449701.
8 Public support. (Subtract line 7c from line 6.)						34842618.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6		6292869.	7427416.	40437214.	19134820.	73292319.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources		580,700.	509,283.	319,395.	290,152.	1699530.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b		580,700.	509,283.	319,395.	290,152.	1699530.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12)		6873569.	7936699.	40756609.	19424972.	74991849.

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

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	46.46 %
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	2.27 %
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☒**b 33 1/3% support tests - 2011.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**

▶ **See separate instructions.**

OMB No 1545-0047

2012

**Open to Public
Inspection**

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax), or Form 990-EZ, Part V, line 35c (Proxy Tax), then

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

Name of organization OPPORTUNITY FINANCE NETWORK	Employer identification number 20-5189202
--	---

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ▶ \$ _____
- 3 Volunteer hours _____

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year?
☐ Yes ☐ No
- 4a Was a correction made?
☐ Yes ☐ No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-

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

Schedule C (Form 990 or 990-EZ) 2012

LHA

232041
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Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)															
c Total lobbying expenditures (add lines 1a and 1b)															
d Other exempt purpose expenditures															
e Total exempt purpose expenditures (add lines 1c and 1d)															
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.															
<table border="1"> <thead> <tr> <th>If the amount on line 1e, column (a) or (b) is:</th> <th>The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g Grassroots nontaxable amount (enter 25% of line 1f)															
h Subtract line 1g from line 1a. If zero or less, enter -0-															
i Subtract line 1f from line 1c. If zero or less, enter -0-															
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?															

☐ Yes ☐ No
4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Schedule C (Form 990 or 990-EZ) 2012

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes," response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

For each "Yes," response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.		(a)		(b)
		Yes	No	Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a	Volunteers?		X	
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?		X	
c	Media advertisements?		X	
d	Mailings to members, legislators, or the public?	X		38,664.
e	Publications, or published or broadcast statements?		X	
f	Grants to other organizations for lobbying purposes?		X	
g	Direct contact with legislators, their staffs, government officials, or a legislative body?	X		38,664.
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i	Other activities?		X	
j	Total. Add lines 1c through 1i			77,328.
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b	If "Yes," enter the amount of any tax incurred under section 4912			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?		
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?		
3 Did the organization agree to carry over lobbying and political expenditures from the prior year?		

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No," OR (b) Part III-A, line 3, is answered "Yes."

1	Dues, assessments and similar amounts from members	1	
2	Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a	Current year	2a	
b	Carryover from last year	2b	
c	Total	2c	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5	Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV	Supplemental Information
----------------	---------------------------------

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list), Part II-A, line 2; and Part II-B, line 1. Also, complete this part for any additional information.

SCHEDULE D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**

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

OMB No 1545-0047

2012Open to Public
Inspection

Name of the organization

OPPORTUNITY FINANCE NETWORK

Employer identification number

20-5189202

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

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

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

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

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

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

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

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

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

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

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

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

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets

to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes ☐ No

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

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes ☐ No

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

- c Beginning balance
 d Additions during the year
 e Distributions during the year
 f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes ☐ No

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

☐

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

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

- a Board designated or quasi-endowment ☐ _____ %
 b Permanent endowment ☐ _____ %
 c Temporarily restricted endowment ☐ _____ %

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

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

- (i) unrelated organizations
 (ii) related organizations

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

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

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		631,820.	543,361.	88,459.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				88,459.

Schedule D (Form 990) 2012

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

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

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

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) WELLS FARGO EQUITY EQUIVALENT	
(3) INVESTMENT	3,000,000.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	
3,000,000.	

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

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

1	Total revenue, gains, and other support per audited financial statements	1	20,110,104.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	<63,906.>
b	Donated services and use of facilities	2b	103,500.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	600,000.
e	Add lines 2a through 2d	2e	639,594.
3	Subtract line 2e from line 1	3	19,470,510.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	19,470,510.

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

1	Total expenses and losses per audited financial statements	1	20,438,233.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	103,500.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	600,000.
e	Add lines 2a through 2d	2e	703,500.
3	Subtract line 2e from line 1	3	19,734,733.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	19,734,733.

Part XIII Supplemental Information

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

PART X, LINE 2: INCOME TAXES: THE ORGANIZATION IS GENERALLY EXEMPT

FROM FEDERAL INCOME TAXES UNDER THE PROVISIONS OF SECTION 501(C)(3) OF THE

INTERNAL REVENUE CODE. IN ADDITION, THE ORGANIZATION QUALIFIES FOR

CHARITABLE CONTRIBUTION DEDUCTIONS AND HAS BEEN CLASSIFIED AS AN

ORGANIZATION THAT IS NOT A PRIVATE FOUNDATION. INCOME WHICH IS NOT RELATED

TO EXEMPT PURPOSES, LESS APPLICABLE DEDUCTIONS, IS SUBJECT TO FEDERAL AND

STATE CORPORATE INCOME TAXES. THE ORGANIZATION HAD NO NET UNRELATED

BUSINESS INCOME FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011,

Schedule D (Form 990) 2012

Part XIII Supplemental Information (continued)

RESPECTIVELY.

MANAGEMENT EVALUATED THE ORGANIZATION'S TAX POSITIONS AND CONCLUDED THAT THE ORGANIZATION HAD TAKEN NO UNCERTAIN TAX POSITIONS THAT REQUIRE ADJUSTMENT TO THE FINANCIAL STATEMENTS. CONSEQUENTLY, NO ACCRUAL FOR INTEREST AND PENALTIES WAS DEEMED NECESSARY FOR THE YEARS ENDED DECEMBER 31, 2012 AND 2011. THE ORGANIZATION FILES TAX RETURNS IN THE U.S. FEDERAL JURISDICTION AND COMMONWEALTH OF PENNSYLVANIA. GENERALLY, THE ORGANIZATION IS NO LONGER SUBJECT TO INCOME TAX EXAMINATION BY THE U.S. FEDERAL OR STATE TAX AUTHORITIES FOR YEARS BEFORE 2009.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

FISCAL AGENCY TRANSFER TO CDFI ASSESSMENT AND RATINGS

SYSTEM, INC. 600,000.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

FISCAL AGENCY TRANSFER TO CDFI ASSESSMENT AND RATINGS

SYSTEM, INC. 600,000.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

2012

Open to Public
Inspection

Name of the organization

OPPORTUNITY FINANCE NETWORK

Employer identification number
20-5189202

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ACCESS TO CAPITAL FOR ENTREPRENEURS - 3173 HWY 129 NORTH - CLEVELAND, GA 30528	58-2383669	501C3	3,690.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ACCESS TO CAPITAL FOR ENTREPRENEURS - 3173 HWY 129 NORTH - CLEVELAND, GA 30528	58-2383669	501C3	21,250.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
ACCION- TEXAS 2014 S. HACKBERRY STREET SAN ANTONIO, TX 78210	74-2712770	501C3	33,544.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
ACCION-TEXAS 2014 S. HACKBERRY STREET SAN ANTONIO, TX 78210	74-2712770	501C3	10,092.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ACCION-USA 115 EAST 23RD STREET, 7TH FL NEW YORK, NY 10010	11-3317234	501C3	8,334.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ALTERNATIVES FEDERAL CREDIT UNION 125 N FULTON STREET ITHACA, NY 14850	22-2237859	501C14	2,108.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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

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

▶ **115.**
▶ **123.**

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

Schedule I (Form 990) (2012)

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALTERNATIVES FEDERAL CREDIT UNION 125 N. FULTON STREET ITHACA, NY 14850	22-2237859	501C14	21,250.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
ALTERNATIVES FEDERAL CREDIT UNION 125 N FULTON STREET ITHACA, NY 14850	22-2237859	501C14	20,000.	0.	FMV - CASH		KRESGE NEXT AWARD GRANT
ARCATA ECONOMIC DEVELOPMENT CORP. 100 ERICSON CT., SUITE 100A ARCATA, CA 95521	94-2674882	501C3	1,406.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ARCATA ECONOMIC DEVELOPMENT CORP. 100 ERICSON CT., SUITE 100A ARCATA, CA 95521	94-2674882	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
ARIZONA MULTIBANK CDC 101 N. 1ST AVENUE, SUITE 1880 PHOENIX, AZ 85003	86-0679760	501C4	3,280.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ARIZONA MULTIBANK CDC 101 N 1ST AVENUE, SUITE 1880 PHOENIX, AZ 85003	86-0679760	501C4	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
BALTIMORE COMMUNITY LENDING 120 E BALTIMORE STREET, SUITE 1810 BALTIMORE, MD 21202	52-1632468	501C3	1,640.	0.	FMV - CASH		VOTE GIVE GROW AWARD
BALTIMORE COMMUNITY LENDING 120 E. BALTIMORE STREET, SUITE 1810 BALTIMORE, MD 21202	52-1632468	501C3	169,808.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
BCL OF TEXAS 2212 S. CONGRESS AVE AUSTIN, TX 78704	74-2581297	501C3	8,854.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BLACK BUSINESS INVESTMENT FUND OF CENTRAL FLORIDA - 301 E. PINE STREET, SUITE 175 - ORLANDO, FL 32801	59-2861155	501C3	6,559.	0.	FMV - CASH		VOTE GIVE GROW AWARD
BLACK BUSINESS INVESTMENT FUND OF CENTRAL FLORIDA - 301 E. PINE STREET, SUITE 175 - ORLANDO, FL 32801	59-2861155	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
BOC CAPITAL CORP. 85 SOUTH OXFORD STREET BROOKLYN, NY 11217	11-3596666	501C3	2,108.	0.	FMV - CASH		VOTE GIVE GROW AWARD
BOC CAPITAL CORP. 85 SOUTH OXFORD STREET BROOKLYN, NY 11217	11-3596666	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
BOSTON COMMUNITY CAPITAL 56 WARREN STREET-PALLADIO HAL BOSTON, MA 02119	04-3246555	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD
BOSTON COMMUNITY CAPITAL 56 WARREN STREET-PALLADIO HAL BOSTON, MA 02119	04-3246555	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
BRIDGEWAY CAPITAL 707 GRANT STREET, STE 1920 PITTSBURGH, PA 15219	25-1635121	501C3	1,845.	0.	FMV - CASH		VOTE GIVE GROW AWARD
BRIDGEWAY CAPITAL 707 GRANT STREET, STE 1920 PITTSBURGH, PA 15219	25-1635121	501C3	172,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CALVERT FOUNDATION 7315 WISCONSIN AVENUE, 1100W BETHESDA, MD 20814	52-1591398	501C3	2,624.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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

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CALVERT FOUNDATION 7315 WISCONSIN AVENUE, 1100W BETHESDA, MD 20814	52-1591398	501C3	172,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CDFI ASSESSMENT AND RATINGS SYSTEM, INC. - 620 CHESTNUT ST, STE 527 - PHILADELPHIA, PA 19106	45-4135784	501C3	860,000.	0.	FMV - CASH		GRANT FOR CARS
CASA OF OREGON 20512 SW ROY ROGERS ROAD, SUITE 150 SHERWOOD, OR 97140	93-0977842	501C3	7,379.	0.	FMV - CASH		VOTE GIVE GROW AWARD
CENTURY HOUSING CORP. 1000 CORPORATE POINTE, SUITE 200 CULVER CITY, CA 90230	95-4540326	501C3	1,406.	0.	FMV - CASH		KRESGE NEXT AWARD GRANT
CENTURY HOUSING CORP. 1000 CORPORATE POINTE, SUITE 200 CULVER CITY, CA 90230	95-4540326	501C3	10,000.	0.	FMV - CASH		KRESGE NEXT AWARD GRANT
CENTURY HOUSING CORP. 1000 CORPORATE POINTE, SUITE 200 CULVER CITY, CA 90230	95-4540326	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CHARTER SCHOOLS DEV CORP 7272 PARK CIRCLE DRIVE, SUITE 265 HANOVER, MD 21076	52-2063496	501C3	1,640.	0.	FMV - CASH		VOTE GIVE GROW AWARD
CHARTER SCHOOLS DEV CORP 7272 PARK CIRCLE DRIVE, SUITE 265 HANOVER, MD 21076	52-2063496	501C3	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CHICAGO COMMUNITY LOAN FUND 29 E. MADISON STREET, SUITE, 1700 CHICAGO, IL 60602	36-3762123	501C3	8,199.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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

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CHICAGO COMMUNITY LOAN FUND 29 E. MADISON STREET - SUITE 1700 CHICAGO, IL 60602	36-3762123	501C3	172,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CINCINNATI DEVELOPMENT FUND 1100 WALNUT ST. CINCINNATI, OH 45202	31-1256064	501C3	1,230.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CINCINNATI DEVELOPMENT FUND 1100 WALNUT ST., CINCINNATI CINCINNATI, OH 45202	31-1256064	501C3	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CITIZEN POTAWATOMI COMMUNITY DEVELOPMENT CORP - 130 E. MACARTHUR, STE 206 - SHAWNEE, OK 74801	73-0945447	501C3	11,245.	0.	FMV - CASH		VOTE GIVE GROW AWARD
CITIZEN POTAWATOMI COMMUNITY DEVELOPMENT CORP - 130 E. MACARTHUR, STE 206 - SHAWNEE, OK 74801	73-0945477	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CLEARINGHOUSE CDFI 23861 EL TORO ROAD, SUITE 401 LAKE FORREST, CA 92630	33-0735318	FOR PROFIT	1,406.	0.	FMV - CASH		VOTE GIVE GROW AWARD
CLEARINGHOUSE CDFI 23861 EL TORO ROAD, SUITE 401 LAKE FORREST, CA 92630	33-0735318	FOR PROFIT	181,820.	0.	FMV - CASH		NEXT AWARD GRANT
COASTAL ENTERPRISES 36 WATER STREET, PO BOX 268 WISCASSET, ME 04578	01-0347504	501C3	984.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COASTAL ENTERPRISES 36 WATER STREET, PO BOX 268 WISCASSET, ME 04578	01-0347504	501C3	32,750.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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

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COLORADO ENTERPRISE FUND 1888 SHERMAN ST., #530 DENVER, CO 80203	84-0837398	501C3	5,411.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COLORADO ENTERPRISE FUND 1888 SHERMAN STREET, #530 DENVER, CO 80203	84-0837398	501C3	21,250.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COLORADO HOUSING ASSIST CORP. 670 SANTA FE DRIVE DENVER, CO 80204	74-2229383	501C3	5,411.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COMMUNITY CAPITAL OF VERMONT 107 N. MAIN ST., STE 7, P.O. BOX 342 BARRE, VT 05641	04-3642655	501C3	1,230.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COMMUNITY CAPITAL OF VERMONT 107 N. MAIN ST., STE 7, P.O. BOX 342 BARRE, VT 05641	04-3642655	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COMMUNITY CAPITAL RESOURCES 7 WEST CROSS ST., STE D HAWTHORNE, NY 10532	13-3544227	501C3	2,108.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COMMUNITY CAPITAL RESOURCES 7 WEST CROSS ST., STE D HAWTHORNE, NY 10532	13-3544227	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COMMUNITY CONCEPTS FINANCE CORP P O BOX 278 SOUTH PARIS, ME 04281	01-0540981	501C3	20,984.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COMMUNITY FIRST FUND 30 WEST ORANGE STREET LANCASTER, PA 17608	23-2589714	501C3	1,845.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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

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COMMUNITY FIRST FUND 30 WEST ORANGE STREET LANCASTER, PA 17608	23-2689714	501C3	74,537.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COMMUNITY HOUSING CAPITAL 402 EAST HOWARD AVENUE DECATUR, GA 30030	94-3398998	501C3	3,690.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COMMUNITY HOUSING CAPITAL 402 EAST HOWARD AVENUE DECATUR, GA 30030	94-3398998	501C3	172,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COMMUNITY INVESTMENT CORP 222 S. RIVERSIDE PLAZA, STE 2200 CHICAGO, IL 60606	36-2780862	501C3	8,199.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COMMUNITY LOAN FUND OF THE CAPITAL REGION - 255 ORANGE STREET, SUITE 103 - ALBANY, NY 12210	22-2706505	501C3	2,109.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COMMUNITY LOAN FUND OF THE CAPITAL REGION - 255 ORANGE STREET, SUITE 103 - ALBANY, NY 12210	22-2706505	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COMMUNITY REINVESTMENT FUND 801 NICOLLET MALL, SUITE 1700W MINNEAPOLIS, MN 55402	41-1616861	501C3	758.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COMMUNITY REINVESTMENT FUND 801 NICOLLET MALL SUITE 1700 WEST MINNEAPOLIS, MN 55402	41-1616861	501C3	149,075.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COMMUNITY RESOURCE GROUP, INC. 3 EAST COLT SQUARE DRIVE FAYETTEVILLE, AR 72703	71-0464321	501C3	6,079.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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

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COOPERATIVE BUSINESS ASSISTANCE CORPORATION - 328 MARKET ST. STE 201 - CAMDEN, NY 08102	22-2807816	501C3	3,280.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COOPERATIVE BUSINESS ASSISTANCE CORPORATION - 328 MARKET ST. STE 201 - CAMDEN, NJ 08102	22-2807816	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
COOPERATIVE FUND OF NEW ENGLAND 5533 PEDEN POINT ROAD WILMINGTON, NC 28409	03-0264092	501C3	3,198.	0.	FMV - CASH		VOTE GIVE GROW AWARD
COOPERATIVE FUND OF NEW ENGLAND 5533 PEDEN POINT ROAD WILMINGTON, NC 28409	03-0264092	501C3	4,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CORPORATION FOR SUPPORTIVE HOUSING 50 BROADWAY, 17TH FLOOR NEW YORK, NY 10004	13-3600232	501C3	3,075.	0.	FMV - CASH		VOTE GIVE GROW AWARD
CORPORATION FOR SUPPORTIVE HSG 50 BROADWAY, 17TH FLOOR NEW YORK, NY 10004	13-3600232	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
CORPORATION FOR SUPPORTIVE HSG 50 BROADWAY, 17TH FLOOR NEW YORK, NY 10004	13-3600232	501C3	181,820.	0.	FMV - CASH		NEXT AWARD GRANT
CRAFT3 203 HOWERTON WAY SE, P.O. BOX 826 ILWACO, WA 98624	91-1662698	501C3	9,839.	0.	FMV - CASH		VOTE GIVE GROW AWARD
CRAFT3 401 SECOND AVENUE, SOUTH, SUITE 301 SEATTLE, WA 98104	91-1662698	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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ECONOMIC & COMMUNITY DEVELOPMENT INSTITUTE - 1655 OLD LEONARD AVENUE - COLUMBUS, OH 43219	31-1145544	501C3	1,230.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ECONOMIC & COMMUNITY DEVELOPMENT INSTITUTE - 1655 OLD LEONARD AVENUE - COLUMBUS, OH 43219	31-1145544	501C3	20,000.	0.	FMV - CASH		WELLS FARGO NEXT AWARD GRANT
ECONOMIC & COMMUNITY DEVELOPMENT INSTITUTE - 1655 OLD LEONARD AVENUE - COLUMBUS, OH 43219	31-1145544	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
ECONOMIC OPPORTUNITIES FUND 2010 CHESTNUT STREET PHILADELPHIA, PA 19103	23-2998893	501C3	1,845.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ECONOMIC OPPORTUNITIES FUND 2010 CHESTNUT STREET PHILADELPHIA, PA 19103	23-2998893	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
ENTERPRISE COMMUNITY LOAN FUND 10227 WINGOPIN CIRCLE, SUITE 500 COLUMBIA, MD 21044	52-0192004	509(A)(3)	1,640.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ENTERPRISE COMMUNITY LOAN FUND 10227 WINGOPIN CIRCLE, STE 500 COLUMBIA, MD 21044	52-0192004	509(A)(3)	149,075.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
ENTREPRENEUR WORKS 111 S. INDEPENDENCE MALL EAST, STE PHILADELPHIA, PA 19106	23-2996139	501C3	1,845.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ENTREPRENEUR WORKS 111 S. INDEPENDENCE MALL EAST, STE PHILADELPHIA, PA 19106	23-2996139	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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FEDERATION OF APPALACHIAN HOUSING ENTERPRISES INC. - PO BOX 908 106 PASCO STREET - BERE, KY 40403	31-0986871	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
FEDERATION OF APPALACHIAN HOUSING ENTERPRISES INC. - PO BOX 908 106 PASCO STREET - BERE, KY 40403	31-0986871	501C3	32,750.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
FINANTA 1301 N. 2ND STREET PHILADELPHIA, PA 19122	23-2857766	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
FIRST STATE COMMUNITY LOAN FUND 100 WEST 10TH STREET, SUITE 1005 WILMINGTON, DE 19801	51-0345258	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
FIRST STATE COMMUNITY LOAN FUND 100 WEST 10TH STREET, STE 1005 WILMINGTON, DE 19801	51-0345258	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
FLORIDA COMMUNITY LOAN FUND 501 NORTH MAGNOLIA AVENUE, SUITE 10 ORLANDO, FL 32801	65-0545058	501C3	6,559.	0.	FMV - CASH		VOTE GIVE GROW AWARD
FLORIDA COMMUNITY LOAN FUND 501 NORTH MAGNOLIA AVENUE, SUITE 10 ORLANDO, FL 32801	65-0545058	501C3	32,750.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
FORWARD COMMUNITY INVESTMENTS 211 S. PATTERSON ST., STE 160 MADISON, WI 53703	39-1515578	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
FORWARD COMMUNITY INVESTMENTS 211 S. PATTERSON ST., STE 160 MADISON, WI 53703	39-1515578	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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FRESNO CDFI 1920 MARIPOSA MALL, STE 330 FRESNO, CA 93721	26-1177785	501C3	1,406.	0.	FMV - CASH		VOTE GIVE GROW AWARD
FRESNO CDFI 1920 MARIPOSA MALL, STE 330 FRESNO, CA 93721	26-1177785	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
GENESIS FUND P.O. BOX 609 DAMARISCOTTA, ME 04543	01-0461436	501C3	984.	0.	FMV - CASH		VOTE GIVE GROW AWARD
GENESIS FUND P O BOX 609 DAMARISCOTTA, ME 04543	01-0461436	501C3	21,250.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
GRAMEEN AMERICA 1460 BROADWAY, 10TH FLOOR NEW YORK, NY 10036	20-8497991	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
GREATER NEW HAVEN CLF 171 ORANGE STREET, 3RD FLOOR NEW HAVEN, CT 06510	22-2889913	501C3	1,968.	0.	FMV - CASH		VOTE GIVE GROW AWARD
GREATER NEW HAVEN CLF 171 ORANGE ST, 3RD FL NEW HAVEN, CT 06510	22-2889913	501C3	21,250.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
GREENVILLE HOUSING FUND 107 W. ANTRIM DRIVE GREENVILLE, SC 29607	26-0421563	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD
GREENVILLE HOUSING FUND 107 W. ANTRIM DRIVE GREENVILLE, SC 29607	26-0421563	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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GULF COAST RENAISSANCE CORP. 11975H SEAWAY ROAD GULFPORT, MS 39503	20-8181931	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
GULF COAST RENAISSANCE CORP. 11975H SEAWAY ROAD GULFPORT, MS 39503	20-8181931	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
HARTFORD COMMUNITY LOAN FUND 434 FRANKLIN AVE HARTFORD, CT 06114	06-1423598	501C3	1,968.	0.	FMV - CASH		VOTE GIVE GROW AWARD
HARTFORD COMMUNITY LOAN FUND 434 FRANKLIN AVE HARTFORD, CT 06114	06-1423598	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
HOPE ENTERPRISE CORP 4 OLD RIVER PLACE, SUITE A JACKSON, MS 39201	64-0851798	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
HOPE ENTERPRISE CORP 4 OLD RIVER PLACE, SUITE A JACKSON, MS 39201	64-0851798	501C3	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
HOUSING ASSISTANCE COUNCIL 1025 VERMONT AVE NW #606 WASHINGTON, DC 20005	52-0939288	501C3	9,335.	0.	FMV - CASH		VOTE GIVE GROW AWARD
HOUSING ASSISTANCE COUNCIL 1025 VERMONT AVENUE NW, #606 WASHINGTON, DC 20005	52-0939288	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
HOUSING PARTNERSHIP NETWORK 160 STATE STREET, 5TH FLOOR BOSTON, MA 02109	04-3172401	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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HOUSING PARTNERSHIP NETWORK 160 STATE STREET, 5TH FLOOR BOSTON, MA 02109	04-3172401	501C3	10,000.	0.	FMV - CASH		KRESGE NEXT AWARD GRANT
HOUSING PARTNERSHIP NETWORK 160 STATE STREET, 5TH FL BOSTON, MA 02109	04-3484336	501C3	111,806.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
IDAHO-NEVADA CDFI P.O. BOX 413 POCATELLO, ID 80240	82-0523355	501C3	12,867.	0.	FMV - CASH		VOTE GIVE GROW AWARD
IDAHO-NEVADA CDFI P O BOX 413 POCATELLO, ID 83204	82-0523355	501C3	172,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
IFF ONE NORTH LASALLE STREET, SUITE 700 CHICAGO, IL 60602	36-3656836	501C3	8,199.	0.	FMV - CASH		VOTE GIVE GROW AWARD
IFF ONE NORTH LASALLE STREET, SUITE 700 CHICAGO, IL 60602	36-3656836	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
IMPACT CAPITAL 100 PINE STREET, SUITE 2860 SAN FRANCISCO, CA 94111	94-3196958	501C3	5,739.	0.	FMV - CASH		VOTE GIVE GROW AWARD
INDIANAPOLIS NEIGHBORHOOD HOUSING 3550 NORTH WASHINGTON BLVD. INDIANAPOLIS, IN 46205	35-1742559	501C3	9,834.	0.	FMV - CASH		VOTE GIVE GROW AWARD
INITIATIVE FOUNDATION 405 FIRST ST.S.E. LITTLE FALLS, MN 56345	36-3451562	501C3	757.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
INITIATIVE FOUNDATION 405 FIRST ST.S.E. LITTLE FALLS, MN 56345	36-3451562	501C3	172,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
JUSTINE PETERSEN HSG & REINVESTMENT - 1023 N. GRAND BLVD - ST. LOUIS, MO 63106	43-1769074	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD
JUSTINE PETERSEN HSG & REINVESTMENT - 1023 N GRAND BLVD - ST. LOUIS, MO 63106	43-1769074	501C3	20,000.	0.	FMV - CASH		NEXT AWARDS FINANCE PLANNING GRANT
JUSTINE PETERSEN HSG & REINVESTMENT - 1023 N. GRAND BLVD - ST. LOUIS, MO 63106	43-1769074	501C3	74,537.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
KENTUCKY HABITAT FOR HUMANITY 330 N. HUBBARDS LANE LOUISVILLE, KY 40207	61-1267867	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
KENTUCKY HABITAT FOR HUMANITY 330 N. HUBBARDS LANE LOUISVILLE, KY 40207	61-1267867	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
KENTUCKY HIGHLANDS INVESTMENT CORP. - 362 OLD WHITLEY ROAD P O BOX 1738 - LONDON, KY 40744	16-0673339	501C4	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
KENTUCKY HIGHLANDS INVESTMENT CORP. - 362 OLD WHITLEY ROAD P O BOX 1738 - LONDON, KY 40743	16-0673339	501C4	149,075.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
LEVITICUS 25:23 ALTERNATIVE FUND 33 WEST MAIN STREET, ROOM 205 ELMSFORD, NY 10523	13-3154100	501C3	2,108.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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LEVITICUS 25:23 ALTERNATIVE FUND 33 WEST MAIN STREET, ROOM 205 ELMSFORD, NY 10523	13-3154100	501C3	74,537.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
LOCAL INITIATIVES SUPPORT CORP. 501 SEVENTH AVENUE, 7TH FLOOR NEW YORK, NY 10018	13-3030229	501C3	1,845.	0.	FMV - CASH		VOTE GIVE GROW AWARD
LOCAL INITIATIVES SUPPORT CORP. 501 SEVENTH AVENUE, 7TH FLOOR NEW YORK, NY 10018	13-3030229	501C3	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
LOW INCOME INVESTMENT FUND 100 PINE STREET, SUITE 1800 SAN FRANCISCO, CA 94111	94-2952578	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
LOW INCOME INVESTMENT FUND 100 PINE STREET, SUITE 1800 SAN FRANCISCO, CA 94111	94-2952578	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
LOWCOUNTRY HOUSINGTRUST 1535 HOBBY ST., STE 209 NORTH CHARLESTON, NC 29405	01-0793507	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD
LOWCOUNTRY HOUSINGTRUST 1535 HOBBY ST., STE 209 NORTH CHARLESTON, NC 29405	01-0793507	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
MACED 433 CHESTNUT STREET BEREA, KY 40403	31-0900246	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
MACED 433 CHESTNUT STREET BEREA, KY 40403	31-0900246	501C3	21,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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MAINSTREAM FINANCE 262 HARLOW STREET, PO BOX 1162 BANGOR, ME 04402	01-0539222	501C3	984.	0.	FMV - CASH		VOTE GIVE GROW AWARD
MAINSTREAM FINANCE 262 HARLOW STREET, PO BOX 1162 BANGOR, ME 04402	01-0539222	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
MEO BUSINESS DEVELOPMENT CORP. 99 MAHALARI STREET WAILUKU, HI 96793	99-6009889	501C3	9,834.	0.	FMV - CASH		VOTE GIVE GROW AWARD
MERCY LOAN FUND 1999 BROADWAY SUITE 1000 DENVER, CO 80202	84-1559406	501C3	8,047.	0.	FMV - CASH		VOTE GIVE GROW AWARD
MERCY LOAN FUND 1999 BROADWAY - SUITE 1000 DENVER, CO 80202	84-1559406	501C3	32,750.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
MIDWEST MINNESOTA COMMUNITY DEVELOPMENT CORP - 119 GRAYSTONE PLAZA, SUITE 100 - DETROIT LAKES, MN 56501	41-0972298	501C3	757.	0.	FMV - CASH		VOTE GIVE GROW AWARD
MIDWEST MINNESOTA COMMUNITY DEVELOPMENT CORP - 119 GRAYSTONE PLAZA, SUITE 100 - DETROIT LAKES, MN 56501	41-0972298	501C3	104,075.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
MILE HIGH COMMUNITY LOAN FUND 1905 SHERMAN STREET, SUITE 325 DENVER, CO 80203	84-1505466	501C3	5,411.	0.	FMV - CASH		VOTE GIVE GROW AWARD
MILE HIGH COMMUNITY LOAN FUND 1905 SHERMAN STREET, SUITE 325 DENVER, CO 80203	84-1505466	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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MONTANA COMMUNITY DEVELOPMENT CORP. - 229 E. MAIN ST. - MISSOULA, MT 59802	81-0500256	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
MONTANA COMMUNITY DEVELOPMENT CORP. - 229 E. MAIN ST. - MISSOULA, MT 59802	81-0500256	501C3	20,000.	0.	FMV - CASH		NEXT AWARDS FINANCE PLANNING GRANT
MONTANA COMMUNITY DEVELOPMENT CORP. - 229 E. MAIN ST. - MISSOULA, MT 59802	81-0500256	501C3	52,037.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
MOUNTAIN BIZWORKS 153 SOUTH LEXINGTON AVENUE ASHEVILLE, NC 28801	14-1864873	501C3	1,640.	0.	FMV - CASH		VOTE GIVE GROW AWARD
MOUNTAIN BIZWORKS 153 SOUTH LEXINGTON AVENUE ASHEVILLE, NC 28801	14-1864873	501C3	14,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NATURAL CAPITAL INVESTMENT FUND 1098 TURNER ROAD SHEPHERDSTOWN, WV 25443	54-2058754	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NATURAL CAPITAL INVESTMENT FUND 1098 TURNER ROAD SHEPHERDSTOWN, WV 25443	54-2058754	501C3	53,576.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NCALL RESEARCH, INC. 363 SAULSBURY ROAD DOVER, DE 19904	52-6054476	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NCALL RESEARCH, INC. 363 SAULSBURY ROAD DOVER, DE 19904	52-6054476	501C3	4,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NCB CAPITAL IMPACT 2011 CRYSTAL DRIVE, SUITE 800 ARLINGTON, VA 22202	52-1290127	501C3	6,208.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NCB CAPITAL IMPACT 2011 CRYSTAL DRIVE, SUITE 800 ARLINGTON, VA 22202	52-1290127	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NEIGHBORHOOD HSG SERVICE OF SOUTH FLORIDA - 300 NW 12 AVENUE - MIAMI, FL 33128	59-1845761	501C3	9,834.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NEIGHBORHOOD LENDING PARTNERS OF WEST FLORIDA - 3615 WEST SPRUCE STREET - TAMPA, FL 33607	59-3138324	501C3	6,559.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NEIGHBORWORKS CAPITAL 1100 WAYNE AVENUE, STE 610 SILVER SPRING, MD 20910	84-1542593	501C3	2,343.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NEIGHBORWORKS CAPITAL 1100 WAYNE AVENUE, STE 610 SILVER SPRING, MD 20910	84-1542593	501C3	172,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NEW HAMPSHIRE COMMUNITY LOAN FUND 7 WALL STREET CONCORD, NH 03301	22-2524015	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NEW HAMPSHIRE COMMUNITY LOAN FUND 7 WALL STREET CONCORD, NH 03301	22-2524015	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NEW JERSEY COMMUNITY CAPITAL 108 CHURCH STREET, 3RD FLOOR NEW BRUNSWICK, NJ 08901	22-2872262	501C3	3,280.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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NEW JERSEY COMMUNITY CAPITAL 108 CHURCH STREET, 3RD FLOOR NEW BRUNSWICK, NJ 08901	22-2872262	501C3	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NEW MEXICO COMMUNITY DEVELOPMENT LOAN FUND - PO BOX 705 - ALBUQUERQUE, NM 87103	85-0377424	501C3	3,280.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NEW MEXICO COMMUNITY DEVELOPMENT LOAN FUND - PO BOX 705 - ALBUQUERQUE, NM 87103	85-0377424	501C3	48,250.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NHT COMMUNITY DEVELOPMENT FUND 1101 30TH ST., NW, STE 400 WASHINGTON, DC 20007	31-1539762	501C3	14,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NHT COMMUNITY DEVELOPMENT FUND 1101 30TH ST., NW, STE 400 WASHINGTON, DC 20007	31-1539762	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NONPROFIT ASSISTANCE FUND 2801 21ST AVE SOUTH, STE 210 MINNEAPOLIS, MN 55407	41-1916337	501C3	757.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NONPROFIT ASSISTANCE FUND 2801 21ST AVE SOUTH, STE 210 MINNEAPOLIS, MN 55407	41-1916337	501C3	10,000.	0.	FMV - CASH		NEXT AWARDS FINANCE PLANNING GRANT
NONPROFIT ASSISTANCE FUND 2801 21ST AVE SOUTH, STE 210 MINNEAPOLIS, MN 55407	41-1916337	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NONPROFIT FINANCE FUND 70 W 36TH STREET, 11TH FLOOR NEW YORK, NY 10018	13-3238657	501C3	3,485.	0.	FMV - CASH		VOTE GIVE GROW AWARD

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NONPROFIT FINANCE FUND 70 W 36TH STREET, 11TH FLOOR NEW YORK, NY 10018	13-3238657	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NORTHEAST ENTREPRENEUR FUND 8355 UNITY DRIVE, STE 100 VIRGINIA, MN 55792	36-3566632	501C3	757.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NORTHEAST ENTREPRENEUR FUND 8355 UNITY DRIVE, STE 100 VIRGINIA, MN 55792	36-3566632	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NORTHERN CALIFORNIA CLF 870 MARKET STREET, SUITE 677 SAN FRANCISCO, CA 94102	94-3032394	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NORTHERN CALIFORNIA CLF 870 MARKET STREET, SUITE 677 SAN FRANCISCO, CA 94102	94-3032394	501C3	32,750.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NORTHERN INITIATIVES NORTHERN MI UNIVERSITY, UNIVERSITY CENTER, P O BOX 7009 - MARQUETTE, MI 498	38-3024786	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NORTHERN INITIATIVES NORTHERN MI UNIVERSITY, UNIVERSITY CENTER, P O BOX 7009 - MARQUETTE, MI 498	38-3024786	501C3	14,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
NORTHLAND FOUNDATION 202 W. SUPERIOR ST., STE 610 DULUTH, MN 55802	41-1554455	501C3	757.	0.	FMV - CASH		VOTE GIVE GROW AWARD
NORTHLAND FOUNDATION 202 W. SUPERIOR ST., STE 610 DULUTH, MN 55802	41-1554455	501C3	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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OHIO CAPITAL FINANCE CORP. 88 EAST BROAD ST, STE 1800 COLUMBUS, OH 43215	01-0634942	501C3	1,230.	0.	FMV - CASH		VOTE GIVE GROW AWARD
OHIO CAPITAL FINANCE CORP. 88 EAST BROAD ST, STE 1800 COLUMBUS, OH 43215	01-0634942	501C3	78,056.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
OPPORTUNITIES CREDIT UNION 25 WINOOSKI FALLS WAY, SUITE 203, WINOOSKI, VT 05404	22-2864900	501C14	1,230.	0.	FMV - CASH		VOTE GIVE GROW AWARD
OPPORTUNITIES CREDIT UNION 25 WINOOSKI FALLS WAY, SUITE 203, WINOOSKI, VT 05404	22-2864900	501C14	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
OPPORTUNITY FUND 111 WEST ST. JOHN STREET-SUITE 800 SAN JOSE, CA 95113	31-1719434	501C3	1,406.	0.	FMV - CASH		VOTE GIVE GROW AWARD
OPPORTUNITY FUND 111 WEST ST. JOHN STREET-SUITE 800 SAN JOSE, CA 95113	31-1719434	501C3	78,050.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
OPPORTUNITY FUND 111 WEST ST. JOHN STREET-SUITE 800 SAN JOSE, CA 95113	31-1719434	501C3	100,000.	0.	FMV - CASH		2012 WELLS FARGO NEXT SEED CAPITAL AWARD
PARTNERS FOR THE COMMON GOOD 1444 EYE STREET NW, SUITE 201 WASHINGTON, DC 20005	36-4369806	501C3	3,198.	0.	FMV - CASH		VOTE GIVE GROW AWARD
PARTNERS FOR THE COMMON GOOD 1444 EYE STREET NW, SUITE 201 WASHINGTON, DC 20005	36-4369806	501C3	21,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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PATHWAY LENDING 201 VENTURE CIRCLE NASHVILLE, TN 37228	62-1823596	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD
PATHWAY LENDING 201 VENTURE CIRCLE NASHVILLE, TN 37228	62-1823596	501C3	20,000.	0.	FMV - CASH		NEXT AWARDS FINANCE PLANNING GRANT
PATHWAY LENDING 201 VENTURE CIRCLE NASHVILLE, TN 37228	62-1823596	501C3	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
PEOPLE FUND 2921 E. 17TH ST., BLDG. D, STE 1 AUSTIN, TX 78702	74-2814572	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
PEOPLE INC. FINANCIAL SERVICES 1173 WEST MAIN STREET ABINGDON, VA 24210	54-1989160	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
PEOPLE INC. FINANCIAL SERVICES 1173 WEST MAIN STREET ABINGDON, VA 24210	54-1989160	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
PRIMARY CARE DEVELOPMENT CORP. 22 CORTLANDT STREET, 12TH FLOOR NEW YORK, NY 10007	13-3711803	501C3	1,845.	0.	FMV - CASH		VOTE GIVE GROW AWARD
PRIMARY CARE DEVELOPMENT CORP. 22 CORTLANDT STREET, 12TH FLOOR NEW YORK, NY 10007	13-3711803	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
PRIMARY CARE DEVELOPMENT CORP. 22 CORTLANDT STREET, 12TH FLOOR NEW YORK, NY 10007	13-3711803	501C3	386,360.	0.	FMV - CASH		NEXT AWARD GRANT

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REED FUND 121 SE FIRST STREET, PO BOX 227 MADISON, SD 57234	46-0445496	501C3	1,230.	0.	FMV - CASH		VOTE GIVE GROW AWARD
REED FUND 121 SE FIRST STREET, PO BOX 227 MADISON, SD 57234	46-0445496	501C3	21,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
ROC USA CAPITAL 7 WALL STREET CONCORD, NH 03301	26-2394797	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
ROC USA CAPITAL 7 WALL STREET CONCORD, NH 03301	26-2394797	501C3	20,000.	0.	FMV - CASH		NEXT AWARDS FINANCE PLANNING GRANT
RURAL COMMUNITY ASSISTANCE CORPORATION - 3120 FREEBOARD DRIVE, SUITE 201 - WEST SACRAMENTO, CA 95691	94-2512284	501C3	7,243.	0.	FMV - CASH		VOTE GIVE GROW AWARD
RURAL COMMUNITY ASSISTANCE CORPORATION - 3120 FREEBOARD DRIVE, SUITE #201 - WEST SACRAMENTO, CA 95691	94-2512284	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
SACRAMENTO NEIGHBORHOOD HOUSING SERVICES - 2400 ALHAMBRA BLVD - SACRAMENTO, CA 95817	68-0118032	501C3	20,000.	0.	FMV - CASH		NEXT AWARDS FINANCE PLANNING GRANT
SAN LUIS OBISPO CNTY HSG TR FD 71 ZACA LANE, SUITE 130 SAN LUIS OBISPO, CA 93401	13-4243257	501C3	1,406.	0.	FMV - CASH		VOTE GIVE GROW AWARD
SAN LUIS OBISPO CNTY HSG TR FD 71 ZACA LANE, SUITE 130 SAN LUIS OBISPO, CA 93401	13-4243257	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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SANTA CRUZ COMMUNITY CREDIT UNION 324 FRONT STREET SANTA CRUZ, CA 95060	94-2407726	501C14	1,406.	0.	FMV - CASH		VOTE GIVE GROW AWARD
SANTA CRUZ COMMUNITY CREDIT UNION 324 FRONT STREET SANTA CRUZ, CA 95060	94-2407726	501C14	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
SEATTLE ECONOMIC DEVELOP FUND 1437 S JACKSON STREET, SUITE 302 SEATTLE, WA 98144	91-1764008	501C3	5,739.	0.	FMV - CASH		VOTE GIVE GROW AWARD
SEATTLE ECONOMIC DEVELOP FUND 1437 S JACKSON STREET, SUITE 302 SEATTLE, WA 98144	91-1764008	501C3	115,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
SEEDCO FINANCIAL SERVICES, INC. 915 BROADWAY, 18TH FLOOR NEW YORK, NY 10010	59-3814814	501C3	3,075.	0.	FMV - CASH		VOTE GIVE GROW AWARD
SEEDCO FINANCIAL SERVICES, INC. 915 BROADWAY, 18TH FLOOR NEW YORK, NY 10010	59-3814814	501C3	230,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
SELF HELP P O BOX 3619 DURHAM DURHAM, NC 27702	58-1562750	501C3	10,237.	0.	FMV - CASH		VOTE GIVE GROW AWARD
SELF HELP P.O. BOX 3619 DURHAM, NC 27702	58-1562750	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
TELACU COMMUNITY CAPITAL 5400 E OLYMPIC BLVD., STE 300. LOS ANGELES, CA 90022	95-4738172	501C3	4,920.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

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OPPORTUNITY FINANCE NETWORK

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
TELACU COMMUNITY CAPITAL 5400 E OLYMPIC BLVD., STE 300. LOS ANGELES, CA 90022	95-4738172	501C3	34,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
TEXAS MEZZANINE FUND, INC. 320 S.R. L. THORTON FREEWAY, SUITE DALLAS, TX 75203	75-2803249	FOR PROFIT	8,855.	0.	FMV - CASH		VOTE GIVE GROW AWARD
THE HOUSING FUND INC 305 11TH AVENUE SOUTH NASHVILLE, TN 37203	62-1632388	501C3	4,920.	0.	FMV - CASH		VOTE GIVE GROW AWARD
THE HOUSING FUND INC 305 11TH AVENUE SOUTH NASHVILLE, TN 37203	62-1632388	501C3	20,000.	0.	FMV - CASH		KRESGE NEXT AWARD GRANT
THE HOUSING FUND INC. 305 11TH AVENUE SOUTH NASHVILLE, TN 37203	62-1632388	501C3	21,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
THE INTERSECT FUND 109 CHURCH ST. NEW BRUNSWICK, NJ 08901	36-4636828	501C3	3,280.	0.	FMV - CASH		VOTE GIVE GROW AWARD
THE INTERSECT FUND 109 CHURCH ST. NEW BRUNSWICK, NJ 08901	36-4636828	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
THE PROGRESS FUND 425 WEST PITTSBURGH STREET GREENSBURG, PA 15601	31-1598881	501C3	1,845.	0.	FMV - CASH		VOTE GIVE GROW AWARD
THE PROGRESS FUND 425 WEST PITTSBURGH STREET GREENSBURG, PA 15601	31-1598881	501C3	52,037.	0.	FMV - CASH		CREATE JOBS FOR USA FUND

Schedule I (Form 990)

Schedule I (Form 990) OPPORTUNITY FINANCE NETWORK

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE REINVESTMENT FUND 1700 MARKET STREET, 19TH FLOOR PHILADELPHIA, PA 19103	23-2331946	501C3	1,845.	0.	FMV - CASH		VOTE GIVE GROW AWARD
THE REINVESTMENT FUND 1700 MARKET STREET, 19TH FLOOR PHILADELPHIA, PA 19103	23-2331946	501C3	44,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
THE SUPPORT CENTER 3120 HIGHWOODS BLVD, STE 350 RALEIGH, NC 27604	58-1903219	501C3	1,640.	0.	FMV - CASH		VOTE GIVE GROW AWARD
THE SUPPORT CENTER 3120 HIGHWOODS BLVD, STE 350 RALEIGH, NC 27604	58-1903219	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
TMC DEVELOPMENT WORKING SOLUTION 440 PACIFIC AVENUE SAN FRANCISCO, CA 94133	91-1951777	501C3	2,460.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
TMC DEVELOPMENT WORKING SOLUTION 440 PACIFIC AVENUE SAN FRANCISCO, CA 94133	91-1951777	501C3	20,000.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
TWIN CITIES COMMUNITY LOAN BANK 615 1ST AVENUE NE, SUITE 410 MINNEAPOLIS, MN 55413	27-0260037	501C3	20,025.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
VA COMMUNITY CAPITAL INC. 930 CAMBRIA STREET NE CHRISTIANSBURG, VA 24073	54-1754009	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
VA COMMUNITY CAPITAL INC. 930 CAMBRIA STREET NE CHRISTIANSBURG, VA 24073	54-1754009	501C3	20,000.	0.	FMV - CASH		KRESGE NEXT AWARD GRANT

Schedule I (Form 990)

Schedule I (Form 990) OPPORTUNITY FINANCE NETWORK

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
VA COMMUNITY CAPITAL INC. 930 CAMBRIA STREET NE CHRISTIANSBURG, VA 24073	54-1754009	501C3	32,750.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
VALLEY ECONOMIC DEVELOPMENT CENTER INC. - 5121 VAN NUYS BLVD, 3RD FL. - VAN NUYS, CA 91403	95-3139419	501C3	1,406.	0.	FMV - CASH		VOTE GIVE GROW AWARD
VALLEY ECONOMIC DEVELOPMENT CENTER INC. - 5121 VAN NUYS BLVD, 3RD FL. - VAN NUYS, CA 91403	95-3139419	501C3	52,037.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
VERMONT COMMUNITY LOAN FUND P O BOX 827, 15 STATE STREET MONTPELIER, VT 05601	22-2864900	501C3	1,230.	0.	FMV - CASH		VOTE GIVE GROW AWARD
VERMONT COMMUNITY LOAN FUND P O BOX 827, 15 STATE STREET MONTPELIER, VT 05601	22-2864900	501C3	78,056.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
WASHINGTON ACCESS FUND 100 SOUTH KING STREET, SUITE 280 SEATTLE, WA 98104	91-2094889	501C3	5,739.	0.	FMV - CASH		VOTE GIVE GROW AWARD
WISCONSIN WOMEN'S BUSINESS INITIATIVE CORP. - 2745 N. DR. MARTIN LUTHER KING JR. DR., STE 100 - MILWAUKEE, WI 53212	39-1597954	501C3	2,460.	0.	FMV - CASH		VOTE GIVE GROW AWARD
WISCONSIN WOMEN'S BUSINESS INITIATIVE CORP. - 2745 N. DR. MARTIN LUTHER KING JR. DR., STE 100 - MILWAUKEE, WI 53212	39-1597954	501C3	14,500.	0.	FMV - CASH		CREATE JOBS FOR USA FUND
WOMEN VENTURE 2324 UNIVERSITY AVE, #120 ST. PAUL, MN 55114	41-1463426	501C3	757.	0.	FMV - CASH		VOTE GIVE GROW AWARD

Schedule I (Form 990)

OPPORTUNITY FINANCE NETWORK

20-5189202

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

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

SCHEDULE I, PART I, LINE 2: OFN PROVIDES GRANTS TO CDFIS THROUGH WACHOVIA

WELLS FARGO NEXT AWARDS PROGRAM TO PROPEL THESE ORGANIZATIONS TO THE NEXT LEVEL OF GROWTH, SUSTAINABILITY, AND IMPACT IN LOW-INCOME COMMUNITIES. FOR GRANTS MADE THROUGH THE NEXT AWARDS PROGRAM, CDFIS REPORT TO OFN ON THE USE OF FUNDS AND THEIR IMPACT IN THEIR LOW-INCOME AND LOW-WEALTH COMMUNITIES.

OFN ALSO MAKES PASS-THROUGH GRANTS TO CDFIS THROUGH THE CREATE JOBS FOR USA

FUND. FOR GRANTS MADE THROUGH CREATE JOBS FOR USA, CDFIS REPORT TO OFN ON

THE COMMUNITY BUSINESSES FINANCED AND ON JOB CREATED AND MAINTAINED ON A

Part IV Supplemental Information

QUARTERLY BASIS.

Lined area for supplemental information.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization

OPPORTUNITY FINANCE NETWORK

Employer identification number

20-5189202

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|--|---|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

a Receive a severance payment or change-of-control payment?

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

c Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If "Yes" to line 6a or 6b, describe in Part III.

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No

1b

2

4a

4b

4c

5a

5b

6a

6b

7

8

9

X

X

X

X

X

X

X

X

X

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

Schedule J (Form 990) 2012

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization

OPPORTUNITY FINANCE NETWORK

Employer identification number
20-5189202

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

DISADVANTAGED PEOPLE AND COMMUNITIES HAVE ACCESS TO AFFORDABLE,
RESPONSIBLE FINANCIAL PRODUCTS AND SERVICES. OFN IS A NATIONAL
MEMBERSHIP ORGANIZATION OF MORE THAN 200 COMMUNITY DEVELOPMENT
FINANCIAL INSTITUTIONS (CDFIS). THROUGH ITS NETWORK OF MEMBERS, OFN
INVESTS IN SMALL BUSINESSES, QUALITY AFFORDABLE HOUSING, CHILDCARE, AND
COMMUNITY FACILITIES IN ECONOMICALLY DISADVANTAGED URBAN, RURAL, AND
NATIVE AMERICAN COMMUNITIES ACROSS ALL 50 STATES. OFN'S PROGRAM AND
SERVICES INCLUDES FINANCIAL PRODUCTS AND SERVICES FOR CDFIS, TRAINING
AND CONSULTING SERVICES FOR THE INDUSTRY, AND POLICY WORK ON BEHALF OF
THE INDUSTRY.

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

COMMUNITY DEVELOPMENT FINANCIAL INSTITUTIONS (CDFIS). THROUGH ITS
NETWORK OF MEMBERS, OFN INVESTS IN SMALL BUSINESSES, QUALITY AFFORDABLE
HOUSING, CHILDCARE, AND COMMUNITY FACILITIES IN ECONOMICALLY
DISADVANTAGED URBAN, RURAL, AND NATIVE AMERICAN COMMUNITIES ACROSS ALL
50 STATES. OFN'S PROGRAM AND SERVICES INCLUDES FINANCIAL PRODUCTS AND
SERVICES FOR CDFIS, TRAINING AND CONSULTING SERVICES FOR THE INDUSTRY,
AND POLICY WORK ON BEHALF OF THE INDUSTRY.

FORM 990, PART III, LINE 2, NEW PROGRAM SERVICES:

ON JANUARY 1, 2012, THE SPIN-OFF OF CARS AS A SEPARATE LEGAL ENTITY
BECAME EFFECTIVE. AS A STAND-ALONE, INDEPENDENT COMPANY, CARS, INC.
WILL BE BETTER POSITIONED TO RESPOND TO THE GROWING NEED FOR ENHANCED
CDFI INDUSTRY INTELLIGENCE. SINCE INCEPTION UP UNTIL DECEMBER 31, 2011,

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

Schedule O (Form 990 or 990-EZ) (2012)

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Name of the organization

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Employer identification number

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CARS OPERATED AS A PROGRAM BUSINESS LINE UNDER OFN. ON JANUARY 1, 2012, OFN TRANSFERRED TO CARS, INC. \$179,875 OF CASH AND \$99,750 OF ACCOUNTS RECEIVABLE, WHICH REPRESENTED DEFERRED REVENUE OF \$279,625 AT DECEMBER 31, 2011. IN FEBRUARY 2012, CARS, INC. APPLIED FOR ITS TAX-EXEMPT STATUS, BUT UNTIL SUCH TIME AS CARS, INC. RECEIVES ITS 501C(3) STATUS, OFN WILL SERVE AS ITS FISCAL AGENT. OFN WILL ALSO PROVIDE BACK-OFFICE SHARED SERVICES SUPPORT TO CARS FOR HUMAN RESOURCES, ACCOUNTING, ADMINISTRATIVE, AND IT SERVICES UNDER A ANNUAL SERVICING AGREEMENT.

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

RELIABLE FINANCING. IN 2012, OFN PROVIDED \$17 MILLION IN FINANCING TO CDFIS WHICH HELPED LOW-INCOME INDIVIDUALS AND COMMUNITIES IMPROVE THEIR ECONOMIC POSITION THROUGH BUILDING AFFORDABLE HOUSING, CREATING AND EXPANDING VITAL COMMUNITY SERVICES LIKE CHILDCARE, HEALTHCARE AND SCHOOLS, AND STARTING AND GROWING SMALL BUSINESSES.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

STRATEGIC COMMUNICATIONS - STRATEGIC COMMUNICATIONS INCLUDES OFN'S WORK TO RAISE AWARENESS ABOUT AND CREATE A BROAD BASE OF SUPPORT FOR CDFI'S AND THE PEOPLE AND COMMUNITIES THEY SERVE.

EXPENSES \$ 367,577. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

POLICY - POLICY INCLUDES OFN'S ADVOCACY, PUBLIC EDUCATION AND POLICY WORK ON BEHALF OF CDFIS AND THE OPPORTUNITY FINANCE INDUSTRY TO INCREASE THE AMOUNT OF CAPITAL AND OTHER RESOURCES AVAILABLE TO CDFIS. EXPENSES \$ 782,558. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

CONSULTING - CONSULTING SERVICES INCLUDE CONSULTING SERVICES FOR

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Schedule O (Form 990 or 990-EZ) (2012)

Name of the organization

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CDFI'S, CDFI INVESTORS, AND OTHER KEY INDUSTRY STAKEHOLDERS TO IMPROVE PERFORMANCE OF AND RESOURCES FOR THE CDFI INDUSTRY.

EXPENSES \$ 1,292,106. INCLUDING GRANTS OF \$ 0. REVENUE \$ 1,403,430.

CARS - THE CDFI ASSESSMENT AND RATINGS SYSTEM, IS THE ONLY RATINGS SYSTEM TO PROVIDE A COMPREHENSIVE, THIRD-PARTY ASSESSMENT OF BOTH A CDFI'S IMPACT PERFORMANCE AND FINANCIAL STRENGTH AND PERFORMANCE. CARS HAS OPERATED AS A PROGRAM WITHIN OFN SINCE 2004. IN SEPTEMBER 2011, THE OFN BOARD OF DIRECTORS APPROVED THE SPIN-OFF OF CARS AS A SEPERATE LEGAL ENTITY.

EXPENSES \$ 1,618,658. INCLUDING GRANTS OF \$ 860,000. REVENUE \$ 917,658.

FORM 990, PART VI, SECTION A, LINE 4: OFN AMENDED IT'S BYLAWS IN OCTOBER 2012. COPY OF AMENDED BYLAWS IS ATTACHED.

FORM 990, PART VI, SECTION A, LINE 6: PER OFN'S BYLAWS, THERE IS ONE CLASS OF MEMBERSHIP AVAILABLE TO PRIVATE, NON-GOVERNMENTAL, MISSION-DRIVEN FINANCIAL INSTITUTIONS THAT MEET THE QUALIFICATIONS FOR MEMBERSHIP. EACH MEMBER IS ENTITLED TO BE REPRESENTED AT ANY MEETING OF THE MEMBERS BY UP TO TWO DELEGATES, WHO SHALL BE EITHER AN EMPLOYEE OF OR A BOARD MEMBER OF THE MEMBER. THE PRESENCE IN PERSON OF DELEGATES REPRESENTING AT LEAST ONE-THIRD OF THE MEMBERS CONSTITUTES A QUORUM FOR THE TRANSACTION OF BUSINESS. WHEN A QUORUM IS PRESENT AT ANY MEETING, THE MAJORITY OF THE VOTES PRESENT DECIDES ANY QUESTION BROUGHT BEFORE THE MEETING. EACH MEMBER IS ENTITLED TO TWO VOTES ON EACH MATTER SUBMITTED TO A VOTE OF THE MEMBERS. ALL VOTING, EXCEPT ELECTIONS FOR DIRECTORS WHICH IS BY WRITTEN BALLOT, MAY BE BY VOICE VOTE OR BALLOT. AT LEAST TWO-THIRDS OF THE DIRECTORS ARE ELECTED BY THE MEMBERS. UP TO ONE-THIRD OF THE DIRECTORS ARE APPOINTED BY

Name of the organization

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THE BOARD OF DIRECTORS. NOMINATIONS FOR CANDIDATES FOR DIRECTOR ARE MADE BY A WRITTEN NOTICE TO THE NOMINATING COMMITTEE AND MUST BE ENDORSED BY NOT LESS THAN TWO (2) MEMBERS AND DELIVERED AT LEAST SIXTY (60) DAYS BEFORE THE ELECTION. ALL NOMINATIONS SO MADE BY MEMBERS ARE PRESENTED TO THE MEMBERSHIP FOR CONSIDERATION.

NEW BYLAWS MAY BE ADOPTED, OR THE EXISTING BYLAWS MAY BE AMENDED OR REPEALED, BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE VOTES REPRESENTED AND VOTING AT A DULY HELD MEETING OF MEMBERS AT WHICH A QUORUM IS PRESENT.

FORM 990, PART VI, SECTION A, LINE 7A: PER OFN'S BYLAWS, THERE IS ONE CLASS OF MEMBERSHIP AVAILABLE TO PRIVATE, NON-GOVERNMENTAL, MISSION-DRIVEN FINANCIAL INSTITUTIONS THAT MEET THE QUALIFICATIONS FOR MEMBERSHIP. EACH MEMBER IS ENTITLED TO BE REPRESENTED AT ANY MEETING OF THE MEMBERS BY UP TO TWO DELEGATES, WHO SHALL BE EITHER AN EMPLOYEE OF OR A BOARD MEMBER OF THE MEMBER. THE PRESENCE IN PERSON OF DELEGATES REPRESENTING AT LEAST ONE-THIRD OF THE MEMBERS CONSTITUTES A QUORUM FOR THE TRANSACTION OF BUSINESS. WHEN A QUORUM IS PRESENT AT ANY MEETING, THE MAJORITY OF THE VOTES PRESENT DECIDES ANY QUESTION BROUGHT BEFORE THE MEETING. EACH MEMBER IS ENTITLED TO TWO VOTES ON EACH MATTER SUBMITTED TO A VOTE OF THE MEMBERS. ALL VOTING, EXCEPT ELECTIONS FOR DIRECTORS WHICH IS BY WRITTEN BALLOT, MAY BE BY VOICE VOTE OR BALLOT. AT LEAST TWO-THIRDS OF THE DIRECTORS ARE ELECTED BY THE MEMBERS. UP TO ONE-THIRD OF THE DIRECTORS ARE APPOINTED BY THE BOARD OF DIRECTORS. NOMINATIONS FOR CANDIDATES FOR DIRECTOR ARE MADE BY A WRITTEN NOTICE TO THE NOMINATING COMMITTEE AND MUST BE ENDORSED BY NOT LESS THAN TWO (2) MEMBERS AND DELIVERED AT LEAST SIXTY (60) DAYS BEFORE THE ELECTION. ALL NOMINATIONS SO MADE BY MEMBERS ARE PRESENTED TO THE MEMBERSHIP FOR CONSIDERATION.

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NEW BYLAWS MAY BE ADOPTED, OR THE EXISTING BYLAWS MAY BE AMENDED OR
 REPEALED, BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE VOTES REPRESENTED
 AND VOTING AT A DULY HELD MEETING OF MEMBERS AT WHICH A QUORUM IS PRESENT.

FORM 990, PART VI, SECTION A, LINE 7B: PER OFN'S BYLAWS, THERE IS ONE
 CLASS OF MEMBERSHIP AVAILABLE TO PRIVATE, NON-GOVERNMENTAL, MISSION-DRIVEN
 FINANCIAL INSTITUTIONS THAT MEET THE QUALIFICATIONS FOR MEMBERSHIP. EACH
 MEMBER IS ENTITLED TO BE REPRESENTED AT ANY MEETING OF THE MEMBERS BY UP TO
 TWO DELEGATES, WHO SHALL BE EITHER AN EMPLOYEE OF OR A BOARD MEMBER OF THE
 MEMBER. THE PRESENCE IN PERSON OF DELEGATES REPRESENTING AT LEAST
 ONE-THIRD OF THE MEMBERS CONSTITUTES A QUORUM FOR THE TRANSACTION OF
 BUSINESS. WHEN A QUORUM IS PRESENT AT ANY MEETING, THE MAJORITY OF THE
 VOTES PRESENT DECIDES ANY QUESTION BROUGHT BEFORE THE MEETING. EACH MEMBER
 IS ENTITLED TO TWO VOTES ON EACH MATTER SUBMITTED TO A VOTE OF THE MEMBERS.
 ALL VOTING, EXCEPT ELECTIONS FOR DIRECTORS WHICH IS BY WRITTEN BALLOT, MAY
 BE BY VOICE VOTE OR BALLOT. AT LEAST TWO-THIRDS OF THE DIRECTORS ARE
 ELECTED BY THE MEMBERS. UP TO ONE-THIRD OF THE DIRECTORS ARE APPOINTED BY
 THE BOARD OF DIRECTORS. NOMINATIONS FOR CANDIDATES FOR DIRECTOR ARE MADE
 BY A WRITTEN NOTICE TO THE NOMINATING COMMITTEE AND MUST BE ENDORSED BY NOT
 LESS THAN TWO (2) MEMBERS AND DELIVERED AT LEAST SIXTY (60) DAYS BEFORE THE
 ELECTION. ALL NOMINATIONS SO MADE BY MEMBERS ARE PRESENTED TO THE
 MEMBERSHIP FOR CONSIDERATION.

NEW BYLAWS MAY BE ADOPTED, OR THE EXISTING BYLAWS MAY BE AMENDED OR
 REPEALED, BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE VOTES REPRESENTED
 AND VOTING AT A DULY HELD MEETING OF MEMBERS AT WHICH A QUORUM IS PRESENT.

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FORM 990, PART VI, SECTION B, LINE 11: PRIOR TO FILING THE FORM 990, THE CHIEF FINANCIAL OFFICER AND THE VP, ACCOUNTING REVIEW THE FORM FOR ACCURACY AND THEN FORWARD IT TO THE PRESIDENT & CEO FOR REVIEW. IN ADDITION, THE ORGANIZATION SENDS AN ELECTRONIC COPY OF THE FORM 990 TO ITS BOARD OF DIRECTORS. THIS IS PRIMARILY FOR INFORMATIONAL PURPOSES AND TO ALLOW FOR COMMENTS FROM THE BOARD, BUT DOES NOT REQUIRE ACTION FROM THE BOARD.

FORM 990, PART VI, SECTION B, LINE 12C: EACH YEAR THE BOARD OF DIRECTORS SIGNS A POTENTIAL CONFLICT OF INTEREST STATEMENT WHICH STATES THAT THEY DO NOT HAVE A POTENTIAL CONFLICT OF INTEREST AS COVERED BY THE OPPORTUNITY FINANCE NETWORK'S CONFLICT OF INTEREST POLICY. IF THE BOARD MEMBER (OR ANY RELATED PARTY) IS INVOLVED IN TRANSACTIONS WITH OFN INCLUDING BUT NOT LIMITED TO LOAN AND GRANT APPLICATIONS TO OFN, AND CONSULTING CONTRACTS WITH OFN, THE BOARD MEMBER DISCLOSES THIS IN A SEPARATE STATEMENT.

FORM 990, PART VI, SECTION B, LINE 15: THE COMPENSATION FOR THE PRESIDENT & CEO IS DETERMINED THROUGH AN ANNUAL PERFORMANCE REVIEW CONDUCTED BY THE BOARD OF DIRECTORS. THE EXECUTIVE & PERSONNEL COMMITTEE OF THE BOARD MANAGES THIS PROCESS BY REVIEWING THE PRESIDENT & CEO'S PERFORMANCE AGAINST SET GOALS. THEY USE A DOCUMENTED PROCESS OF SELF ASSESSMENT AND PERFORMANCE REVIEW. THIS COMMITTEE MEETS TO DEVELOP RECOMMENDATIONS WHICH ARE PRESENTED TO THE FULL BOARD FOR DECISION. THE FULL BOARD CONDUCTS AN EXECUTIVE SESSION WITH THE PRESIDENT & CEO TO DISCUSS HIS PERFORMANCE REVIEW AND COMPENSATION ACTION, AND TO DETERMINE GOALS FOR THE FOLLOWING YEAR.

THE EXECUTIVE & PERSONNEL COMMITTEE AND THE BOARD OF DIRECTORS CONSISTS OF INDUSTRY PEERS WHO ARE WELL ACQUAINTED AND UP-TO-DATE ON COMPENSATION

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COMPARABILITY IN THE INDUSTRY. THEY MAY FROM TIME TO TIME SEEK CONFIRMATION
OF INDUSTRY DATA AS THEY DEEM APPROPRIATE.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

PA, AK, AL, AR, AZ, CA, CO, CT, DC, FL, GA, HI, IL, KS, KY, MA, MD, ME, MI, MS, MN, MO, NC, ND, NJ

NH, NM, NY, OH, OK, OR, RI, SC, TN, UT, VA, WA, WI, WV

FORM 990, PART VI, SECTION C, LINE 19: THE ORGANIZATION MAKES ITS
GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS
AVAILABLE TO THE PUBLIC UPON REQUEST.

FORM 990, PART XII, LINE 2C: THE PROCESS HAS NOT CHANGED FROM THE PRIOR
YEAR.

SCHEDULE R
(Form 990)

**Department of the Treasury
Internal Revenue Service**

Related Organizations and Unrelated Partnerships

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

▶ **Attach to Form 990.** ▶ **See separate instructions.**

Name of the organization

OPPORTUNITY FINANCE NETWORK

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

[illegible]

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

[illegible]

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

Schedule R (Form 990) 2012

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

[illegible]

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

[illegible]

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?**a** Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity**b** Gift, grant, or capital contribution to related organization(s)**c** Gift, grant, or capital contribution from related organization(s)**d** Loans or loan guarantees to or for related organization(s)**e** Loans or loan guarantees by related organization(s)**f** Dividends from related organization(s)**g** Sale of assets to related organization(s)**h** Purchase of assets from related organization(s)**i** Exchange of assets with related organization(s)**j** Lease of facilities, equipment, or other assets to related organization(s)**k** Lease of facilities, equipment, or other assets from related organization(s)**l** Performance of services or membership or fundraising solicitations for related organization(s)**m** Performance of services or membership or fundraising solicitations by related organization(s)**n** Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)**o** Sharing of paid employees with related organization(s)**p** Reimbursement paid to related organization(s) for expenses**q** Reimbursement paid by related organization(s) for expenses**r** Other transfer of cash or property to related organization(s)**s** Other transfer of cash or property from related organization(s)**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

		(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved	Yes	No
(1)	NCCA GENERAL PARTNER, LLC		L	40,000.FMV	CASH		X
(2)							X
(3)							X
(4)							X
(5)							X
(6)							X

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).

Lined area for supplemental information.

BYLAWS OF OPPORTUNITY FINANCE NETWORK

(A Pennsylvania Nonprofit Corporation) as of October 25, 2006. Bylaws were amended as of October 17, 2012.

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ARTICLE I - OFFICES

The Corporation may have offices at such places, both within and outside the Commonwealth of Pennsylvania, as the Board of Directors may from time to time determine.

ARTICLE II - MEMBERSHIP

Section 2.1 Classification

There shall be one class of Membership available to private, non-governmental, mission-driven financial institutions that, in the judgment of the Board of Directors, substantially meet the qualifications for Membership detailed in Section 2.2.

Section 2.2 Qualification for Membership

Members of the Corporation shall be those private, non-governmental, mission-driven financial institutions that have been approved for Membership by the Board of Directors and which, in the informed opinion of the Board, substantially satisfy the following criteria:

- a. Affirm the Corporation statement of purpose;
- b. Are structured and operated as non-governmental organizations;
- c. Operate as financial intermediaries that are independent from but accountable to both investors and borrowers;
- d. Have community development, poverty alleviation, justice, inclusion and/or other goals of providing resources and opportunities to enable all people to act in the best interests of their communities, themselves and future generations;
- e. Operate in a financially responsible manner; and
- f. Fulfill the responsibilities of Membership, as determined by the Corporation's Board, and as described in the Corporation's Membership guidelines, which the Board may amend from time to time.

Section 2.3 Dues and Fees

The Board of Directors shall establish the dues, fees, and other conditions for voting Membership in the Corporation, and shall make the final decision whether an applicant for Membership satisfies the Membership criteria.

Section 2.4 Termination of Membership

The Membership of any Member shall terminate upon the occurrence of any of the following events:

- a. Upon the Corporation's receipt of written notice of termination by the Member;
- b. The failure of the Member to pay dues or fees within the timeframe set forth by the Board of Directors or as otherwise provided in these Bylaws;
- c. The failure of the Member to satisfy substantially the Membership criteria.

Before a Membership is terminated in accordance with paragraph b or c, a written notice shall be sent to the most recent address of the Member as shown in the Corporation records. The Member shall then have thirty (30) days to appeal such termination. Appeals shall be heard by a special committee of the Board of Directors composed of

no fewer than three Board Members appointed by the Executive Committee. Decisions of the special committee shall be final.

ARTICLE III - MEETINGS OF MEMBERS

Section 3.1 Place of Meeting

Meetings of the Members, represented by Delegates, shall be held at such place, within the Commonwealth of Pennsylvania or elsewhere, as may be fixed from time to time by the Board of Directors.

Section 3.2 Delegates

Each Member shall be entitled to be represented at any meeting of the Members by one delegate, (each a "Delegate"), who shall be either an employee of or a Board member of the Member. Each Member shall select its Delegate in accordance with the individual Member's procedures without any interference by the Corporation. Each Member shall notify the Membership Manager, in writing, of the identity of its Delegate, as the same may be changed from time to time.

Section 3.3 Annual Meeting

The annual meeting of Members shall be held, unless the Board of Directors shall fix some other hour or date, during the month of November, at which the voting Members shall elect a Board of Directors and transact such other business as may properly be brought before the meeting.

Section 3.4 Notice of Annual Meetings

Written notice of the annual meeting stating the place, date, and hour of the meeting shall be given to each Member not less than 30 days nor more than 90 days before the date of the meeting.

Section 3.5 Special Meetings

Special meetings of the Members, for any purpose or purposes, may be called by the Chair of the Board or the Board of Directors. In addition, a special meeting of the Members for the purpose of removal of Directors and election of their replacements may be called by five (5) or more of the Members acting through a written request or requests signed by at least one of their Delegates and sent to the Chair, Vice Chair, or Secretary of the Corporation.

Section 3.6 Notice of Special Meetings

Upon request in writing that a special meeting of Members be called, the Secretary, in consultation with the Chair, shall, within thirty (30) days, set a date and time no later than ninety (90) days after the receipt of the request for the special meeting. Said officer shall cause notice to be given to the Members stating the place, date, and hour of the meeting and the purpose or purposes for which the meeting is called not less than ten (10) days nor more than sixty (60) days before the date of the meeting.

Section 3.7 Quorum

The presence in person of Delegates representing at least one-third of the Members shall constitute a quorum for the transaction of business. When a quorum is present at any meeting, the majority of the votes present shall decide any question brought before such meeting, unless the question is one upon which, by

express provision of statute, the Articles of Incorporation or these Bylaws, a different vote is required. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Members, provided that any action taken is approved by at least a majority of the required quorum for such meeting, subject to any applicable requirements for approval by a greater number of a disinterested majority.

Section 3.8 Voting

Each Member shall be entitled to one vote on each matter submitted to a vote of the Members. Votes may not be partitioned into fractional amounts. All voting, except elections for Directors which shall be by written ballot, may be by voice vote or ballot.

Section 3.9 Adjourned Meeting and Notice

When a meeting of Members, either regular or special, is adjourned to another time or place, notice need not be given of the adjourned meeting if the time and place are announced at the meeting at which adjournment is taken. At the adjourned meeting, the Corporation may transact any business that might have been transacted at the original meeting. No meeting may be adjourned for more than forty-five (45) days.

Section 3.10 Proxies

Any Delegate or Member may authorize another person or persons to act by proxy with respect to such Membership at any meeting other than the Annual Meeting. At the discretion of the Board, proxies may be used at the Annual Meeting.

Section 3.11 Action Without a Meeting

Any action required or permitted to be taken at any annual or special meeting of Members may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing setting forth the action so taken shall be signed by each and every Member.

ARTICLE IV - DIRECTORS

Section 4.1 Powers

Subject to the provisions of the Pennsylvania Nonprofit Corporation Law and any limitations in the Articles of Incorporation and these Bylaws relating to actions required to be approved by the Members, the activities and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. The Board may delegate the management of day-to-day operation of the business to a committee, corporation, or person, provided that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised by or under the authority of the Board.

Section 4.2 Number and Term of Office

The number of Directors of the Corporation shall not be fewer than nine (9) nor more than sixteen (16). The exact number of directors shall be fixed from time to time, within the limits specified in this Section, by the Board of Directors. At least two-thirds of the directors shall be elected by the Members. Up to one-third of the Directors may be appointed by the Board of Directors according to the eligibility qualifications outlined in Section 4.6. Directors shall be elected or appointed for staggered terms of three years. Each director shall serve until his or her successor is elected or appointed and qualified or until his or her earlier death, resignation or removal. Directors may not serve for more than two consecutive three-year terms, exclusive of partial terms, except that

directors elected before the adoption of these Amended and Restated Bylaws may serve up to three consecutive three-year terms.

Section 4.3 Vacancies

Newly created Directorships resulting from any increase in the authorized number of Directors or vacancies, except those caused by removal of a Director, may be filled by plurality vote of the Members or by a majority of the Directors then in office, though less than a quorum, or by a sole remaining Director. The Directors so chosen shall hold office until the next annual election and until their successors are duly elected or appointed. Vacancies due to the removal of an elected Director shall be filled only by the Members at their next regular or special meeting. If there are no Directors in office, then an election of Directors may be held in the manner provided by statute.

Section 4.4 Resignations

Any Director may resign at any time by giving written notice to the Board of Directors, the Chair, or the Secretary. The resignation shall be effective upon receipt thereof or at such subsequent time as may be specified in the notice of resignation. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 4.5 Removal

Any Director may be removed with or without cause by the affirmative vote of two-thirds of the Board.

Section 4.6 Eligibility Qualifications for Directors

All Directors shall be committed to the Corporation's statement of purpose. If at any time an elected Director who was a Delegate is no longer a Member Delegate, he or she shall no longer be a Director, effective immediately.

Board-appointed directors shall be individuals who have a previous or existing relationship with the Corporation or one or more of its Members and bring particular expertise in areas of concern to the Corporation.

ARTICLE V - DIRECTOR SELECTION PROCESS

Section 5.1 Governance Committee

A Governance Committee consisting of not more than five persons shall be appointed annually by the Board, at least one hundred and twenty (120) days before the Annual Meeting, to oversee the nomination of and election process for qualified candidates for the Board of Directors. A majority of the Governance Committee shall be Directors. The Committee shall also include Members of the Corporation who are not Directors. Under no circumstances shall any member of the Governance Committee also be a candidate for that year's election. The committee shall present a statement to the Members concerning the qualifications considered important in Director selection in any given year. The committee may receive nominations by Members and also propose nominees.

Section 5.2 Nominations by Members

No nominations for candidates for Directorships may be made at any meeting to elect Directors. Nominations for candidates for Director may be made by a written notice to the Governance Committee and must

be endorsed by not less than two (2) Members and delivered at least sixty (60) days before the election. All nominations so made by Members shall be presented to the Membership for consideration.

Section 5.3 Report on Nominees

At least thirty (30) days before the date of the election, the Governance Committee shall report to the Members the qualifications of all candidates for the Board of Directors. In carrying out its responsibilities, the Governance Committee shall give due consideration to the types of institutions and geographic areas that compose the Membership. For elected positions, the committee shall strive to present at least two more candidates for election than the number of vacancies. For appointed positions, the committee shall present a slate of candidates, at least equal in number to the number of openings, to the board of Directors at their annual meeting.

Section 5.4 Mailing Election Material

The Corporation shall use corporate funds to provide all Members with a Governance Committee report and a two-page statement from any candidate who submits such a statement to the Governance Committee at least thirty (30) days before the election.

Upon written request by any nominee and accompanying payment of all reasonable costs of mailing (including postage), the Corporation shall, within ten days, mail to all Members any materials that the nominee shall furnish.

ARTICLE VI - MEETINGS OF DIRECTORS

Section 6.1 Place of Meetings

The Board of Directors of the Corporation may hold meetings, both regular and special, either within or outside the Commonwealth of Pennsylvania.

Section 6.2 Annual Meeting

Immediately following the annual meeting of Members, the Board of Directors shall meet for the purpose of appointing or electing officers of the Corporation, for appointing additional Members to the Board in accordance with Section 4.2, and for the transaction of other business.

Section 6.3 Regular Meetings

Regular meetings of the Board of Directors shall be held at such place or places, on such date or dates, and such time or times as are fixed by the Board of Directors.

Section 6.4 Special Meetings

Special meetings of the Board of Directors for any purpose may be called by the Chair of the Board, the Vice-Chair, the Secretary, or any two Directors. Notice of the time and place of special meetings shall be delivered to each Director by first-class mail, facsimile transmission, electronic mail or telephone. Notice shall be delivered to the Director's address at least forty-eight (48) hours prior to the time of holding of the meeting. Notice of a special meeting need not be given to any Director who signs a waiver of notice or a consent to holding the meeting or an approval of the minutes of the meeting, whether before or after the meeting. Special meetings of the Board of Directors may be held by teleconference or other electronic media.

Section 6.5 Quorum and Required Vote

At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business, except as otherwise provided in these Bylaws or by statute. The act of a majority of the Directors present at any meeting of the Board of Directors at which there is a quorum present shall be the act of the Board of Directors, except as may be otherwise specifically provided by the Pennsylvania Nonprofit Corporation Law, the Articles of Incorporation, or these Bylaws. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for such meeting, subject to any applicable requirements for approval by a greater number or a disinterested majority.

Section 6.6 Action Without a Meeting

Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting, if all Members of the Board of Directors shall individually or collectively consent in writing to such action, and the writing or writings are filed with the minutes of proceedings of the Board of Directors.

Section 6.7 Committees

The Board of Directors may conduct its work through one or more Committees to be established by resolution of the Board from time to time. Each Committee shall consist of two or more Directors of the Corporation, who shall serve at the pleasure of the Board. The Board may name to Committees additional persons who are not Directors as advisory Members. Any such committee may be delegated the specific authority of the Board in regard to specific Board powers, except as may be otherwise specifically provided by the Pennsylvania Nonprofit Corporation Law, the Articles of Incorporation, or these Bylaws. The initial committee of the Board shall be an Executive Committee, which shall have the responsibilities hereinafter set forth.

Section 6.8 Committee Meetings and Actions

Meetings and actions of all committees shall be governed by, and held and taken in accordance with, the provisions of this Article of the Bylaws, with such changes as are necessary in the context. Minutes shall be kept of each meeting of any committee and shall be filed with the corporate records. The Board of Directors may adopt other rules consistent with these Bylaws for the governance of any committee.

Section 6.9 Executive Committee

The Executive Committee shall be composed of the Chair, Vice Chair, and Treasurer of the Corporation and at least two (2), but not more than four (4), other Directors, the selection and number of which shall be at the discretion of the Chair. The Executive Committee, between sessions of the Board of Directors, shall have all the powers of the Board of Directors in the management and direction of the business and affairs of the Corporation except as limited by law, by the Corporation's Articles of Incorporation, or these Bylaws, and shall report to the Board of Directors actions which the Committee takes on behalf of the Board.

Section 6.10 Conflicts of Interest

Directors and Members of all committees shall be under an affirmative obligation, in regard to any matter under consideration by the Board or by any committee, to disclose any actual or potential conflicts of interest of themselves or of Members of their households or any organization with which they are affiliated. Directors having potentially conflicting interests may not participate in the decision on such matter. If a majority of the disinterested Directors explicitly agree, a Director with a potential conflict may be invited to participate in the presentation or discussion of such matter.

Section 6.11 Fees and Compensation

Directors and Members of committees shall not be compensated for their service as Directors, but they each may receive such reasonable reimbursement for expenses as may be fixed or determined by resolution of the Board of Directors.

ARTICLE VII - OFFICERS

Section 7.1 Officers

The officers of the Corporation shall consist of a Chair, a Vice Chair, a Secretary, and a Treasurer and each of them shall be appointed to serve at the pleasure of the Board of Directors. The Corporation may also have such other officers as the Board of Directors may authorize from time to time. Except as otherwise provided in these Bylaws, the additional officers shall have the authority and perform the duties as from time to time may be prescribed by the Board of Directors. Any two offices may be held by the same individual, except that neither the Secretary nor the Treasurer may serve concurrently as the Chair of the Board.

Section 7.2 Qualifications

The Chair, Vice Chair, and Secretary shall be natural persons of full age. The Treasurer may be a corporation, but, if a natural person, shall be of full age. With the exception of the Secretary, all officers named in the Bylaws shall also be Members of the Board of Directors. The Board of Directors may from time to time establish additional qualifications for officers.

Section 7.3 Election and Term

The officers of the Corporation shall be elected or appointed by the Board of Directors at their first meeting following the annual meeting of the Members.

Section 7.4 Removal

Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors at any time with or without cause, but removal shall be without prejudice to any contract rights of the individual removed.

Section 7.5 Vacancies

Vacancies among the officers may be filled and new offices may be created and filled by the Board of Directors.

Section 7.6 Resignations

Any officer may resign at any time by giving written notice to the Board of Directors, the Chair, or the Secretary. The resignation shall be effective upon receipt thereof or at such subsequent time as may be specified in the notice of resignation. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 7.7 The Chair of the Board

The Chair shall, when present, preside at all meetings of the Board of Directors and at the annual and special meetings of the Membership. The Chair shall have all the general powers and duties which are usually vested in the office of the Chair of a corporation.

Section 7.8 The Vice Chair

In the absence or disability of the Chair or when so directed by the Chair, the Vice Chair may perform all 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 assigned by the Board of Directors or the Chair.

Section 7.9 The Secretary

The Secretary shall record, or cause to be recorded, all the votes of the Directors and the minutes of the meetings of the Board of Directors and of the Members in a book or books to be kept for that purpose. The Secretary shall keep, or cause to be kept, a record of the Members of the Corporation, showing the names of all Members and their addresses. The Secretary shall also ensure that notices of meetings of the Board are given and that all records and reports are kept and filed by the Corporation as required by law; and, in general, he or she shall perform all duties incident to the office of Secretary, and such other duties as may from time to time be assigned by the Board of Directors or the Chair.

Section 7.10 The Treasurer

The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of properties and business transactions of the Corporation including all accounts customarily included in financial statements. The Treasurer shall deposit, or cause to be deposited, the funds of the Corporation, except such as may be invested or required for current use, in such banks or other places of deposit as the Board of Directors may from time to time designate; and, in general, she or he shall perform all duties incident to the office of Treasurer and such other duties as may from time to time be assigned by the Board of Directors or the Chair.

Section 7.11 The President & CEO

The President & CEO shall have general supervision over the business and operations of the Corporation, subject, however, to the control of the Board of Directors. The President & CEO shall be a member ex officio of all committees, and, in general, he or she shall perform all duties incident to the office of President & CEO and such other duties as may be specified by the Board of Directors from time to time. Nothing in this section shall prohibit the President & CEO from being appointed by the Board in its sole discretion as a voting member of the Board pursuant to Sections 4.2 and 4.6 of these bylaws.

ARTICLE VIII - INDEMNIFICATION OF DIRECTORS AND OFFICERS, EMPLOYEES, AND OTHER AGENTS OF THE CORPORATION

Section 8.1 Personal Liability of Directors

A Director shall not be personally liable for monetary damages for any action taken, or any failure to take any action, as a Director except to the extent that by law a director's liability for monetary damages may not be limited.

Section 8.2 Indemnification

The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or proceeding, including actions by or in the right of the Corporation, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Director, officer, employee or agent of the Corporation, or is or was serving while a Director, officer or employee of the Corporation at the request of the Corporation as a director, officer, employee, agent, fiduciary or other representative of another corporation for profit or not-for-profit, partnership, joint venture, trust, employee benefit plan or other enterprise, against expenses (including attorneys' fees), judgments, fines, excise taxes and amounts paid in settlement actually and reasonably incurred by such person in connection with such action or proceeding unless the act or failure to act giving rise to the claim for indemnification is determined by a court to have constituted willful misconduct or recklessness.

Section 8.3 Advancement of Expenses

Expenses (including attorneys fees) incurred by an officer, Director, employee or agent of the Corporation in defending any action or proceeding referred to in Section 8.2 shall be paid by the Corporation in advance of the final disposition of such action or proceeding upon receipt of an undertaking by or on behalf of such person to repay such amount if it shall ultimately be determined that the person is not entitled to be indemnified by the Corporation.

Section 8.4 Other Rights

The indemnification and advancement of expenses provided by or pursuant to this Article VIII shall not be deemed exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled under the Corporation's Articles of Incorporation, any insurance or other agreement, vote of Directors or otherwise, both as to actions in their official capacity and as to actions in another capacity while holding an office, and shall continue as to a person who has ceased to be a Director, officer, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such person.

Section 8.5 Security Fund; Indemnity Agreements

By resolution of the Board of Directors (notwithstanding their interest in the transaction) the Corporation may create and fund a trust fund or fund of any nature, and may enter into agreements with its Directors, officers, employees and agents for the purpose of securing or insuring in any manner its obligation to indemnify or advance expenses provided for or authorized in this Article or by law.

Section 8.6 Modification

The duties of the Corporation to indemnify and to advance expenses to a Director, officer, employee or agent provided in this Article shall be in the nature of a contract between the Corporation and each such Director, officer, employee or agent, and no amendment or repeal of any provision of this Article, and no amendment or termination of any trust or other fund created pursuant to Section 8.5, shall alter, to the detriment of such Director, officer, employee or agent, the right of such person to the advance of expenses or indemnification related to a claim based on an act or failure to act which took place prior to such amendment, repeal or termination.

ARTICLE IX - EXECUTION OF CORPORATE INSTRUMENTS

Section 9.1 Execution of Corporate Instruments

The Board of Directors may determine the method and designate the signatory officer or officers or person or persons to execute any corporate instrument or document, or to sign the corporate name without limitation, except when otherwise prohibited by law, and such execution or signature shall be binding on the Corporation.

Section 9.2 Deposits and Investments

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories, or invested in such manner as may be authorized by these Bylaws or by the Board of Directors and all such funds shall be withdrawn only upon checks signed by, and all such investments shall only be disposed of by, the Chair, the Treasurer, or such other officers or employees as the Board of Directors may from time to time determine.

ARTICLE X - AMENDMENTS

New Bylaws may be adopted, or these Bylaws may be amended or repealed, by the affirmative vote of a majority of the votes represented and voting at a duly held meeting of Members at which a quorum is present (which affirmative votes also constitute a majority of the required quorum) or if the Board of Directors proposes the amendment or new bylaw, by proxy, in conformity with Section 3.10.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. OPPORTUNITY FINANCE NETWORK	Employer identification number (EIN) or 20-5189202
	Number, street, and room or suite no. If a P.O. box, see instructions. 620 CHESTNUT STREET, NO. 572	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PHILADELPHIA, PA 19106	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

LAURIE CURRAN

- The books are in the care of ► **620 CHESTNUT STREET - PHILADELPHIA, PA 19106**
Telephone No. ► **215-320-4317** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2012** or
► ☐ tax year beginning , and ending .

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

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

Form **8868** (Rev. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	OPPORTUNITY FINANCE NETWORK	<input checked="" type="checkbox"/> 20-5189202
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	620 CHESTNUT STREET, NO. 572	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	PHILADELPHIA, PA 19106	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of **▶ 620 CHESTNUT STREET - PHILADELPHIA, PA 19106**

Telephone No **▶ 215-320-4317**FAX No **▶**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**5 For calendar year **2011**, or other tax year beginning **_____**, and ending **_____**6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature **▶**Title **▶ CPA**Date **▶****8/6/2013**

Form 8868 (Rev. 1 2012)