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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
2012
Open to Public Inspection

A For the 2012 calendar year, or tax year beginning 09-01-2012, 2012, and ending 08-31-2013

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

C Name of organization: CHILD-PARENT CENTERS INC
 Doing Business As: _____
 Number and street (or P O box if mail is not delivered to street address) Room/suite: 602 E 22ND ST _____
 City or town, state or country, and ZIP + 4: TUCSON, AZ 85713

D Employer identification number: 86-0204557

E Telephone number: (520) 882-0100

F Name and address of principal officer: KATHLEEN ALLEN, 602 E 22ND ST, TUCSON, AZ 85713

G Gross receipts \$ 25,721,171

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: HTTP //CHILDPARENTCENTERS.ORG

K Form of organization: Corporation Trust Association Other _____
L Year of formation: 1967 **M** State of legal domicile: AZ

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities THE ORGANIZATION'S MISSION IS TO SUPPORT THE DEVELOPMENT OF YOUNG CHILDREN AND THEIR FAMILIES THROUGH HIGH QUALITY EDUCATION, HEALTH, AND SOCIAL SERVICES USING EFFECTIVE FAMILY AND COMMUNITY PARTNERSHIPS		
	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)	3	15
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	15
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	568
	6 Total number of volunteers (estimate if necessary)	6	1,400
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b Net unrelated business taxable income from Form 990-T, line 34	7b		
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	24,323,098	25,702,127
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,106,392	17,437
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	63,209	0
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	25,492,699	25,721,171
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	
14 Benefits paid to or for members (Part IX, column (A), line 4)			0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		18,833,157	18,921,676
16a Professional fundraising fees (Part IX, column (A), line 11e)			0
b Total fundraising expenses (Part IX, column (D), line 25) <input type="checkbox"/> 0			
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)		7,399,290	7,230,500
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)		26,232,447	26,152,176
19 Revenue less expenses Subtract line 18 from line 12	-739,748	-431,005	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	14,302,185	14,181,966
	22 Net assets or fund balances Subtract line 21 from line 20	1,764,364	2,075,150
		12,537,821	12,106,816

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: 2014-06-26
 KATHLEEN ALLEN President
 Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name: RANDALL BROOKSHIER Preparer's signature: _____ Date: _____
 Check if self-employed PTIN: P00239702
 Firm's name: HBL CPAs PC Firm's EIN: _____
 Firm's address: 5656 E Grant Rd Ste 200 Tucson, AZ 85712 Phone no: (520) 886-3181

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

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
THE ORGANIZATION'S MISSION IS TO SUPPORT THE DEVELOPMENT OF YOUNG CHILDREN AND THEIR FAMILIES THROUGH HIGH QUALITY EDUCATION, HEALTH, AND SOCIAL SERVICES USING EFFECTIVE FAMILY AND COMMUNITY PARTNERSHIPS

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 \$ 22,517,013 including grants of \$) (Revenue \$ 17,437)
ADMINISTRATION OF THE HEAD START PROGRAM TO SUPPORT THE DEVELOPMENT OF YOUNG CHILDREN AND THEIR FAMILIES THROUGH HIGH QUALITY EDUCATION, HEALTH, AND SOCIAL SERVICES USING EFFECTIVE FAMILY AND COMMUNITY PARTNERSHIPS IN SOUTHERN ARIZONA

4b (Code) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 22,517,013

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)? <i>If "Yes," complete Schedule A</i> <input checked="" type="checkbox"/>	Yes	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)? <input checked="" type="checkbox"/>	Yes	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		No
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? <i>If "Yes," complete Schedule C, Part II</i>		No
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? <i>If "Yes," complete Schedule C, Part III</i>		No
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? <i>If "Yes," complete Schedule D, Part I</i> <input checked="" type="checkbox"/>		No
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> <input checked="" type="checkbox"/>		No
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> <input checked="" type="checkbox"/>		No
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? <i>If "Yes," complete Schedule D, Part IV</i> <input checked="" type="checkbox"/>		No
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> <input checked="" type="checkbox"/>		No
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? <i>If "Yes," complete Schedule D, Part VI</i> <input checked="" type="checkbox"/>	Yes	
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? <i>If "Yes," complete Schedule D, Part VII</i> <input checked="" type="checkbox"/>		No
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? <i>If "Yes," complete Schedule D, Part VIII</i> <input checked="" type="checkbox"/>		No
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? <i>If "Yes," complete Schedule D, Part IX</i> <input checked="" type="checkbox"/>		No
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> <input checked="" type="checkbox"/>	Yes	
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)? <i>If "Yes," complete Schedule D, Part X</i> <input checked="" type="checkbox"/>	Yes	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> <input checked="" type="checkbox"/>	Yes	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> <input checked="" type="checkbox"/>		No
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		No
14a Did the organization maintain an office, employees, or agents outside of the United States?		No
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? <i>If "Yes," complete Schedule F, Parts I and IV</i>		No
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		No
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		No
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? <i>If "Yes," complete Schedule G, Part I (see instructions)</i>		No
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		No
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		No
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		No
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

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? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	No
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? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	No
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? <i>If "Yes," complete Schedule J</i>	23	No
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? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>	24a	No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	No
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? <i>If "Yes," complete Schedule L, Part I</i>	25a	No
b	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? <i>If "Yes," complete Schedule L, Part I</i>	25b	No
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? <i>If "Yes," complete Schedule L, Part II</i>	26	No
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? <i>If "Yes," complete Schedule L, Part III</i>	27	No
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)		
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a	No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b	No
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? <i>If "Yes," complete Schedule L, Part IV</i>	28c	No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30	No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31	No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32	No
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? <i>If "Yes," complete Schedule R, Part I</i>	33	No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	No
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	No
b	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)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	No
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36	No
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? <i>If "Yes," complete Schedule R, Part VI</i>	37	No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check 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 24		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. 1b 0		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. 2a 568		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		No
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.		No
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)?		No
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?		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
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?		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
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?		No
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		No
7d	If "Yes," indicate the number of Forms 8282 filed during the year. 7d 0		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		No
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		No
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		No
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		No
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?		No
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		No
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		No
10	Section 501(c)(7) organizations. Enter		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		No
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		No
13b	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.		
13c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		No
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 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		
1b	Enter the number of voting members included in line 1a, above, who are independent		
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?		No
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?		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	Yes	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		No
6	Did the organization have members or stockholders?		No
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?		No
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	Yes	
8b	Each committee with authority to act on behalf of the governing body?	Yes	
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		No

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?		No
10b	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?		No
11b	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	Yes	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	Yes	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	Yes	
13	Did the organization have a written whistleblower policy?	Yes	
14	Did the organization have a written document retention and destruction policy?	Yes	
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?		
15a	The organization's CEO, Executive Director, or top management official	Yes	
15b	Other officers or key employees of the organization	Yes	
	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?		No
16b	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 **AZ**
- 18** Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you 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
PEG HESLINGA FISCAL DIRECTOR 602 E 22ND ST TUCSON, AZ (520) 882-0100

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check 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, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

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

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

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 dotted 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) JOLIE WHATTON Director	1 00 0 00	X						0	0	0
(2) LEE SWICK Director	1 00 0 00	X						0	0	0
(3) MARY SKLAR Director	1 00 0 00	X						0	0	0
(4) ANITA ROYAL Director	1 00 0 00	X						0	0	0
(5) CLAUDIA NOVELA Director	1 00 0 00	X						0	0	0
(6) BETH KOLBE Director	1 00 0 00	X						0	0	0
(7) ROSALIE KENNON Director	1 00 0 00	X						0	0	0
(8) ELIZABETH CORNEJO Director	1 00 0 00	X						0	0	0
(9) DEE ANN BROWER Director	1 00 0 00	X						0	0	0
(10) JILL BEMIS Director	1 00 0 00	X						0	0	0
(11) LARRY BAHILL Director	1 00 0 00	X						0	0	0
(12) ERIC HUBBELL Secretary	1 00 0 00	X		X				0	0	0
(13) ENID MOORE CRANSHAW Treasurer	1 00 0 00	X		X				0	0	0
(14) ELLEN SCHATZ Vice President	1 00 0 00	X		X				0	0	0
(15) KATHLEEN ALLEN President	1 00 0 00	X		X				0	0	0
(16) MARGARET H MOLLOY Executive Direc	40 00 0 00			X				108,615	0	9,031

Part VIII Statement of Revenue

Check 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	1a	Federated campaigns 1a						
	b	Membership dues 1b						
	c	Fundraising events 1c						
	d	Related organizations 1d						
	e	Government grants (contributions) 1e	25,686,734					
	f	All other contributions, gifts, grants, and similar amounts not included above 1f	15,393					
	g	Noncash contributions included in lines 1a-1f \$	15,393					
	h	Total. Add lines 1a-1f	25,702,127					
Program Service Revenue	2a	SCHOOL DISTRICT PROGRAM	17,437	17,437				
	b							
	c							
	d							
	e							
	f	All other program service revenue						
	g	Total. Add lines 2a-2f	17,437					
	Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)	0				
4		Income from investment of tax-exempt bond proceeds	0					
5		Royalties	0					
6a		Gross rents	(i) Real					
			(ii) Personal					
			b	Less rental expenses				
			c	Rental income or (loss)				
d		Net rental income or (loss)	0					
7a		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)	0					
8a		Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a	1,607				
			b	Less direct expenses b				
			c	Net income or (loss) from fundraising events	1,607			
9a		Gross income from gaming activities See Part IV, line 19	a					
			b	Less direct expenses b				
	c		Net income or (loss) from gaming activities	0				
10a	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	0				
Miscellaneous Revenue		Business Code						
11a								
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d	0						
12	Total revenue. See Instructions	25,721,171	17,437					

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	0			
2	Grants and other assistance to individuals in the United States. See Part IV, line 22	0			
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16	0			
4	Benefits paid to or for members	0			
5	Compensation of current officers, directors, trustees, and key employees	117,860	101,352	16,508	
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7	Other salaries and wages	14,782,101	12,711,683	2,070,418	
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	1,123,648	966,267	157,381	
9	Other employee benefits	1,531,170	1,316,711	214,459	
10	Payroll taxes	1,366,897	1,175,446	191,451	
11	Fees for services (non-employees)				
a	Management	0			
b	Legal	7,078		7,078	
c	Accounting	41,150		41,150	
d	Lobbying	0			
e	Professional fundraising services. See Part IV, line 17	0			
f	Investment management fees	0			
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	6,881		6,881	
12	Advertising and promotion	28,412	24,433	3,979	
13	Office expenses	0			
14	Information technology	0			
15	Royalties	0			
16	Occupancy	1,468,601	1,262,905	205,696	
17	Travel	0			
18	Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19	Conferences, conventions, and meetings	459,996	395,568	64,428	
20	Interest	20,345	17,495	2,850	
21	Payments to affiliates	0			
22	Depreciation, depletion, and amortization	960,144	960,144		
23	Insurance	199,796	171,812	27,984	
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	MEDICAL, DENTAL, MENTAL HEALTH	254,594	254,594		
b	FOOD & NUTRITION PROGRAM	635,192	635,192		
c	PROGRAM SUPPLIES	995,948	856,453	139,495	
d	Subcontracted Services	1,845,248	1,586,798	258,450	
e	All other expenses	307,115	80,160	226,955	
25	Total functional expenses. Add lines 1 through 24e	26,152,176	22,517,013	3,635,163	0
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 <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash—non-interest-bearing	102,052	1	74,122
	2 Savings and temporary cash investments		2	0
	3 Pledges and grants receivable, net	1,268,398	3	1,612,808
	4 Accounts receivable, net		4	0
	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	0
	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 instructions) Complete Part II of Schedule L		6	0
	7 Notes and loans receivable, net		7	0
	8 Inventories for sale or use		8	0
	9 Prepaid expenses and deferred charges	120,207	9	216,722
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 26,115,310		
	b Less accumulated depreciation	10b 13,836,996	12,811,528	10c 12,278,314
	11 Investments—publicly traded securities		11	0
	12 Investments—other securities See Part IV, line 11		12	0
	13 Investments—program-related See Part IV, line 11		13	0
	14 Intangible assets		14	0
	15 Other assets See Part IV, line 11		15	0
16 Total assets. Add lines 1 through 15 (must equal line 34)	14,302,185	16	14,181,966	
Liabilities	17 Accounts payable and accrued expenses	683,737	17	726,075
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	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		22	
	23 Secured mortgages and notes payable to unrelated third parties	245,760	23	216,396
	24 Unsecured notes and loans payable to unrelated third parties		24	
	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	834,867	25	1,132,679
	26 Total liabilities. Add lines 17 through 25	1,764,364	26	2,075,150
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	12,537,821	27	12,106,816
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	12,537,821	33	12,106,816	
34 Total liabilities and net assets/fund balances	14,302,185	34	14,181,966	

Part XI Reconciliation of Net Assets

Check 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	25,721,171
2	Total expenses (must equal Part IX, column (A), line 25)	2	26,152,176
3	Revenue less expenses Subtract line 2 from line 1	3	-431,005
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	12,537,821
5	Net unrealized gains (losses) on investments	5	
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	
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	12,106,816

Part XII Financial Statements and Reporting

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

	Yes	No
1 Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		No
2b 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 <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	Yes	
2c 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	Yes	
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?	Yes	
3b 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	

SCHEDULE A
(Form 990 or 990EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2012

Open to Public Inspection

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

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

Name of the organization
CHILD-PARENT CENTERS INC

Employer identification number
86-0204557

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)		

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

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.")	23,194,307	24,964,621	24,707,826	24,323,098	25,702,127	122,891,979
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 Total. Add lines 1 through 3	23,194,307	24,964,621	24,707,826	24,323,098	25,702,127	122,891,979
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)						0
6 Public support. Subtract line 5 from line 4						122,891,979

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	23,194,307	24,964,621	24,707,826	24,323,098	25,702,127	122,891,979
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						0
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						0
11 Total support (Add lines 7 through 10)						122,891,979
12 Gross receipts from related activities, etc. (see instructions)					12	4,693,859

13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	100.000 %
15 Public support percentage for 2011 Schedule A, Part II, line 14	15	99.710 %

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

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

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

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

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

Part III Support Schedule for Organizations Described in 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.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	
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	
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.

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation

SCHEDULE D (Form 990)

OMB No 1545-0047

Supplemental Financial Statements

2012

Open to Public Inspection

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.

Department of the Treasury Internal Revenue Service

Name of the organization CHILD-PARENT CENTERS INC

Employer identification number

86-0204557

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.

Table with 3 columns: (a) Donor advised funds, (b) Funds and other accounts, and a list of questions 1-6 regarding donor advised funds.

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

Table with 3 columns: Description of conservation easement, and a sub-table for 'Held at the End of the Year' with rows 2a, 2b, 2c, 2d.

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.

Table with 3 columns: Question description, and Revenue/Asset amounts for questions 1a, 1b, 2a, 2b.

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

	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

	Yes	No
(i) unrelated organizations	3a(i)	
(ii) related organizations	3a(ii)	
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b	

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		402,718		402,718
b Buildings		19,472,057	8,333,915	11,138,142
c Leasehold improvements				
d Equipment		5,942,965	5,210,781	732,184
e Other		297,570	292,300	5,270
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				12,278,314

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		
Other		
Total. (Column (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
Total. (Column (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
Total. (Column (b) must equal Form 990, Part X, col.(B) line 15.)	

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

(a) Description of liability	(b) Book value
1 Federal income taxes	
REVENUE SHARING PLAN PAYABLE	1,132,679
Total. (Column (b) must equal Form 990, Part X, col (B) line 25)	1,132,679

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	28,240,871
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	2,519,700
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII)	2d	
e	Add lines 2a through 2d	2e	2,519,700
3	Subtract line 2e from line 1	3	25,721,171
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	
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12)	5	25,721,171

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

1	Total expenses and losses per audited financial statements	1	28,671,876
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	2,519,700
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII)	2d	
e	Add lines 2a through 2d	2e	2,519,700
3	Subtract line 2e from line 1	3	26,152,176
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	
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18)	5	26,152,176

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.

Identifier	Return Reference	Explanation
Part X	Part X FIN48 Footnote	Generally accepted accounting principles require the recognition, measurement, classification, and disclosure in the financial statements of uncertain tax positions taken or expected to be taken in the Organizations tax returns. Management has determined that the Organization does not have any uncertain tax positions and associated unrecognized benefits that materially impact the financial statements or related disclosures.

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 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
CHILD-PARENT CENTERS INC

Employer identification number

86-0204557

Identifier	Return Reference	Explanation
	FORM 990, PART XII, LINE 2C	
Form 990, Part VI, Line 19	Form 990, Part VI, Line 19 Other Organization Documents Publicly Available	INFORMATION IS AVAILABLE BY REQUEST
Form 990, Part VI, Line 15a	Form 990, Part VI, Line 15a Compensation Review & Approval Process - CEO, Top Management	THE ORGANIZATION PERFORMS WAGE COMPARABILITY STUDIES EVERY THREE YEARS, ADDRESSES ANY SIGNIFICANT DISCREPANCIES THAT ARE DISCOVERED, AND THEN SUBMITS PROPOSALS FOR COMPENSATION TO THE COMPENSATION AND BENEFITS COMMITTEE OF THE BOARD
Form 990, Part VI, Line 12c	Form 990, Part VI, Line 12c Explanation of Monitoring and Enforcement of Conflicts	THE ORGANIZATION'S SELECTION PROCESS HELPS TO ENSURE THERE ARE NO CONFLICTS OF INTEREST I F A CONFLICT IS DISCOVERED IT WOULD BE ADDRESSED BY THE BOARD PRESIDENT
Form 990, Part VI, Line 11b	Form 990, Part VI, Line 11b Form 990 Review Process	THE ORGANIZATION'S FISCAL DIRECTOR AND BOARD PRESIDENT REVIEW THE RETURN BEFORE FILING
Form 990, Part VI, Line 4	Form 990, Part VI, Line 4 Description of Significant Changes to Organizational Documents	SEE ATTACHED BY LAWS

Board of Directors Bylaws 2013-14

Table of Contents

Article I Name and Purpose	1
Section 1 Name.....	1
Section 2 Purpose	1
Article II Location	1
Article III Fiscal Year	1
Article IV Board of Directors	1
Section 1 Number.....	1
Section 2 Composition.....	1
Section 3 Election	2
Section 4 Term of Office.....	2
Section 5 Vacancies	2
Section 6 Conflict of Interest.....	2
Section 7 Board Attendance and Leave of Absence.....	3
Section 8 Removal of a Member of the Board of Directors	3
Section 9 Resignations.....	3
Article V. Meetings of the Board of Directors	3
Section 1 Annual and Regular Meetings	3
Section 2 Special Meetings.....	4
Section 3 Notice of Meetings	4
Section 4 Quorum and Voting	4
Section 5 Rules of Order.....	4
Section 6 Public Meeting.....	4
Section 7 Information	4
Article VI. Officers	5
Section 1 Officers.....	5
Section 2 Elections.....	5
Section 3 Duties of the President.....	5
Section 4 Duties of the Vice President	6
Section 5 Duties of the Vice Secretary	6
Section 6 Duties of the Vice Treasurer	6
Section 7 Term of Office	7
Section 8 Vacancy.....	7
Article VII. Board Responsibilities and Duties	7

ARTICLE VIII. Committees	8
Section 1 Executive Committee.....	9
Section 2 Continuous Planning and Improvement (CPI) Committee	9
Section 3 Program Services Committee	9
Section 4 Personnel and Employee Development (PED) Committee.....	9
Section 5 Audit Committee	10
Article IX. Shared Decision-Making for Head Start	10
Article X. Executive Director	10
Section 1 Employment and Evaluation.....	10
Section 2 Compensation.....	10
Section 3 Duties.....	11
Article XI. Limits on Personal Liability	11
Article XII. Amendments	11
Section 1 Amendments	11
Article XIII. Dissolution	12

Bylaws of the Board of Directors 2013-14

Article I. Name and Purpose

Section 1: Name

The name of the corporation shall be Child-Parent Centers, Inc. (CPC), also the Corporation.

Section 2: Purpose

The purpose of the Corporation is to deliver Head Start and related programs throughout southeastern Arizona for prenatal through preschool age children and their families.

Article II. Location

The Corporation may conduct corporate business in Cochise, Graham, Greenlee, Pima, and Santa Cruz counties, Arizona. The Corporation may also have offices at such other places as the purposes of the Corporation may require, as determined by the Board of Directors.

Article III. Fiscal Year

The fiscal year shall begin on the first day of September and end on the last day of August.

Article IV. Board of Directors

Section 1: Number

The Board of Directors shall consist of not less than five (5) nor more than twenty-five (25) members.

Section 2: Composition

All members shall share the mission, vision and philosophy of the agency.

The board shall consist of two (2) classes of directors: 1) a maximum of nineteen (19) directors representing the community; and 2) six (6) directors representing the Head Start Policy Council (PC).

Community members shall be elected by the Board of Directors and must include at least:

One (1) member with a background and expertise in fiscal management or accounting;

One (1) member with a background and expertise in early childhood education and development;

Child-Parent Centers, Inc.

And one (1) member a licensed attorney familiar with issues that come before the governing body.

Additional members shall:

Reflect the community to be served and include parents of children who are currently, or were formerly, enrolled in Head Start programs; and

Are selected for their expertise in education, business administration, or community affairs.

The use of consultants is allowed if board members with the required backgrounds cannot be recruited.

Policy Council Directors shall be representative of the five counties served by CPC as prescribed in the PC Bylaws and shall be seated at the October board meeting.

Section 3: Election

Election or re-election of community directors shall occur as the first item of business at the annual meeting of the corporation in October, at a special meeting, or by written ballot (by US mail or electronically). Community directors shall be elected by a majority vote of the current Directors. Current CPC employees are not eligible to serve as a board member. Past CPC employees are not eligible to participate on the board within twelve (12) months of their employment termination date.

Section 4: Term of Office

The term of office for community member directors shall be two (2) years beginning in October. The term for policy council directors shall be for one (1) year beginning in October. Each director shall take office upon election and confirmation by the corporation's Board of Directors as required by these bylaws. There is no limit on the number of terms a community director may serve provided the director is duly re-elected by the board at the expiration of each term.

Section 5: Vacancies

A vacancy of a community member director occurring between annual meetings shall be filled at the discretion of the Board of Directors for the remainder of the unexpired term. A vacancy of a policy council director shall be filled by the Policy Council for the remainder of the unexpired term.

Section 6: Conflict of Interest

Members of the governing body shall not have a financial conflict of interest with CPC or any contracted agency, nor shall members receive any compensation for services rendered in that capacity, or for providing services to the Head Start agency, except reimbursement for necessary and reasonable out-of-pocket expenses.

Members shall abide by the CPC Code of Conduct and Conflict of Interest Statement.

Child-Parent Centers, Inc.

Section 7: Board Attendance and Leaves of Absence

Community members of the board are expected to attend all scheduled meetings. Leaves of absence for community members of the board are arranged with the board secretary. Any member unavailable for three meetings in succession or four meetings in any twelve-month (12) period without a leave may be removed by a majority vote of the Board of Directors. Policy Council directors are strongly encouraged, but not required, to attend board meetings and shall not be removed from board membership for non-attendance.

Section 8: Removal of a Member of the Board of Directors

The Board of Directors shall have sole authority to remove a member of the board. Any member of the board may be removed, with cause, by a majority of the board then in office in one of two ways:

1. at a special meeting called by the board for that purpose
2. at any board meeting at which that removal is included in the agenda provided to members of the board at least seven (7) days prior to the meeting.

Such cause may include, but is not limited to, breach of fiduciary obligation to the corporation, violation of these bylaws, serious misconduct in that individual's capacity as a member of the board, or conduct prejudicial to the interest of the corporation. Ten days in advance of the proposed action the member shall receive, via certified mail, a copy of the documentation of the grounds being presented for their removal.

Section 9: Resignations

A member of the board may resign at any time by delivering a letter to the corporation, and the acceptance of the resignation shall not be necessary to make it effective. Directors applying for CPC employment must resign from the Board of Directors prior to application and are not eligible for re-election to the board for twelve (12) months.

Article V. Meetings of the Board of Directors

Section 1: Annual and Regular Meetings

An annual meeting of the Board of Directors shall be held in October of each year for the purpose of electing members, electing officers, appointing members to committees, and transacting such other business as may properly come before it. In addition to its annual meeting, the Board of Directors shall hold regular meetings at least five (5) times each calendar year at such place as may be designated in the notice of the meetings.

Child-Parent Centers, Inc.

Section 2: Special Meetings

Special meetings of the Board of Directors may be called at any time by the president of the corporation, by the vice president in the absence of the president, or within seven (7) days of a request signed by a majority of directors.

Section 3: Notice of Meetings

Notice of regular, special, and annual meetings shall be given via US mail or electronically at least seven (7) days prior to the meeting.

Section 4: Quorum and Voting

The presence of a majority of the active membership shall constitute a quorum at any meeting. At a meeting at which there is a quorum, a simple majority affirmative vote of the directors present is required to pass a motion before the board. Each director present shall be entitled to cast one vote on any motion coming before the meeting. The president shall only vote in the case of a tie. Board members participating electronically shall be counted as present to establish a quorum.

If a Policy Council member of the Board of Directors chooses not to be active on the board, that person shall not be counted in determining a quorum.

Section 5: Rules of Order

Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by the bylaws.

Section 6: Public Meeting

All meetings shall be open to the public, with the exception of meetings to discuss executive matters which shall be private.

Section 7: Information

The agency must share regular and accurate information with the Board of Directors as required for the Head Start program, and as applicable for other programs, to include:

- Critical issue reports such as safety and risk assessments;

- Financial statements, including credit card expenditures;

- Program information summaries;

- Program enrollment reports, including attendance reports for children whose care is partially subsidized by another public agency;

Child-Parent Centers, Inc.

Reports of meals and snacks provided through programs of the Department of Agriculture;

Communication and guidance from the Administration for Children and Families (ACF);

The annual financial audit;

The annual self-assessment, including any findings related to such assessment;

The triennial-community wide strategic planning and needs assessment of the Head Start agency, including any applicable updates;

The Program Information Report (PIR); and

Information submitted by the Policy Council as outlined in the Head Start Act.

Article VI. Officers

Section 1: Officers

The officers of the corporation shall be president, vice-president, secretary, treasurer, and such other officers with duties as the board prescribes, such as past president.

Section 2: Election

The officers shall be nominated and elected by the Board of Directors from among its directors at the October annual meeting.

Section 3: Duties of the President

The President shall:

Preside at all Board of Directors and Executive Committee meetings.

Certify the approved minutes of the Board of Directors' meetings.

Appoint all committees and be an ex-officio member on all committees.

Insure that legal requirements of the corporation are met and that annual and on-going status reports are presented to the Board of Directors.

Facilitate the board in the execution of its duties.

Maintain regular communication with the executive director and lead the annual board evaluation of the executive director.

If needed, appoint three (3) directors to implement the procedure for hearing and resolving community concerns.

Child-Parent Centers, Inc.

Perform all such other duties as may be assigned by the Board of Directors.

Section 4: Duties of the Vice President

The Vice-President shall:

Act in the absence of the president. The execution of any instrument shall have the same force and effect as if it were executed by the president.

Be responsible for the recruitment and nomination of board members.

Review annually the board bylaws and their implementation, and recommend action as required.

Annually prepare and present for action by the board, a training and technical assistance plan for the membership that shall ensure that the members can fulfill their functions.

Be an ex-officio member of all committees.

Perform such other duties as may be assigned by the President or the Board of Directors.

Section 5: Duties of the Secretary

The Secretary shall:

Call roll at meetings and assure that minutes of all meetings of the Board of Directors are recorded, approved and maintained.

Assure that a record of all persons who are directors of the corporation is maintained, and that such record shall be open to public inspection.

Approve and grant, in consultation with the Executive Committee, leaves of absence for members of the board, and report the inactive status to the full board.

Be an ex-officio member of all committees.

Perform such other duties as may be assigned by the president or the Board of Directors.

Section 6: Duties of the Treasurer

The Treasurer shall:

Have responsibility for assuring that the corporation maintains sound fiscal standing including oversight of management of the corporation's funds.

Child-Parent Centers, Inc.

Assure that a current financial statement is presented at each regular meeting of the Board of Directors.

Assure Head Start and other funder's insurance requirements are met or exceeded for Property and General Liability coverage; assure that insurance coverage (either through bonding or employee dishonesty coverage) is secured to address authorized check signers, all staff having access to agency resources, and all volunteers including the Board members; assure insurance is obtained to protect Board members in the event they are sued in conjunction with their board involvement.

Be an ex-officio member of all committees.

Perform such other duties as may be assigned by the president or the Board of Directors.

Section 7: Term of Office

The officers shall take office immediately upon their election and shall serve for two (2) years

Each officer can serve no more than two (2) consecutive terms in the same office.

Section 8: Vacancy

A vacancy occurring in any office between elections shall be filled by the Board of Directors to serve until the next regularly scheduled elections.

The filling of an unexpired term shall not constitute an elected term as an officer.

Article VII. Board Responsibilities and Duties

The board has general oversight responsibility for the functions and operations of all programs of the corporation. The board shall:

Be responsible for overall risk management;

Assume legal and fiscal responsibility for administering and overseeing all programs under its authority, including the safeguarding of federal funds;

Adopt practices that assure active, independent, and informed governance of the corporation, including the resolution of internal disputes between the Board of Directors and Policy Council;

Fully participate in the development, planning, and evaluation of the Head Start program;

Be responsible for compliance with federal, state, and local laws and regulations;

Select delegate and partner agencies and their service areas, as appropriate;

Child-Parent Centers, Inc.

Establish procedures and criteria for recruitment, selection, and enrollment of children;

Review and authorize all applications for Head Start funding and amendments to such applications;

Establish procedures and guidelines for accessing and collecting accurate and regular information for use by the Board of Directors and the Policy Council about program planning, policies, and Head Start agency operations;

Review and approve all major policies of the agency, including but not limited to the annual self-assessment and financial audit; the corporation's progress in carrying out the programmatic and fiscal provisions in the Head Start applications, including implementation of any corrective actions; and personnel policies regarding hiring, evaluation, termination and compensation of agency employees;

Develop procedures for how members of the Policy Council are selected;

Approve financial management, accounting, and reporting policies, and compliance with laws and regulations relating to financial expenditures of the agency; annual approval of the operating budget of the agency; selection of independent financial auditors who shall report all critical accounting policies and practices to the board of directors; and monitor the corporation's actions to correct any audit findings and other action necessary to comply with applicable laws and regulations governing financial statement and accounting practices;

Review results from monitoring conducted under section 641A(c) of the Head Start Act, including appropriate follow up activities;

Establish, adopt, and periodically update written standards of conduct and formal procedures for disclosing, addressing and resolving any conflicts of interest or the appearance of conflicts of interest by board members directors, officers and employees of the corporation, and consultants and agents who provide services or furnish goods to the corporation; and complaints, including investigations, as appropriate;

As practicable and appropriate, establish advisory committees to oversee key responsibilities related to Head Start program governance and improvement; and

Oversee the preparation of an annual report as required by the Head Start Act of 2007.

Article VIII. Committees

The standing committees of the Board of Directors are: Executive, Audit, Continuous Planning and Improvement, Personnel and Employee Development, Compensation and Benefits, Advocacy, and Program Services. Ad hoc committees may be formed by the Board of Directors as circumstances warrant. The powers and responsibilities of any committee shall be assigned by the Board of Directors through the use of charters, based on but not limited to duties outlined herein. Members of the

Child-Parent Centers, Inc.

community at large may be invited to participate on any committee to bring specific knowledge or expertise; however, at large members cannot out-number board members on a committee.

Section 1: Executive Committee

The Executive Committee shall be comprised of the officers of the corporation and the chairperson of the policy council. The Executive Committee may act on behalf of the Board of Directors between regularly scheduled meetings, including voting on the monthly employment recommendations of the policy council. The Executive Committee shall serve as the planning and finance committee for the corporation; if needed, additional member(s) may assist in fulfilling this function. A primary responsibility is overall risk management. This committee shall monitor legislation and funding that affects the well-being of young children and their families, oversee fund development and fund raising activities, assist the board with its role as an advocate for CPC within the community, and identify public relations opportunities. Termination appeals and grievances brought by staff who report to the executive director shall be head by this committee. The executive director shall participate and provide staff support; the fiscal director shall provide staff support on fiscal matters.

Section 2: Continuous Planning and Improvement (CPI) Committee

At least three (3) members shall be appointed by the board president. The policy council shall be represented by its officers and interested policy council members as outlined in the Policy Council bylaws. This committee shall have oversight of planning processes, monitoring activities, the annual agency self-assessment and program improvement plans, and agency evaluations. The executive director, the continuous planning and improvement coordinator, and the program services director shall provide staff support.

Section 3: Program Services Committee

At least three (3) members shall be appointed by the board president. The policy council shall appoint at least three (3) members. This committee shall make recommendations to the board and the policy council on program service areas and options, contract agencies, program policies, procedures and services, and emerging issues and concerns. The program services unit director shall provide staff support to this committee.

Section 4: Personnel and Employee Development (PED) Committee

Three (3) members shall be appointed by the board president. Two (2) members shall be appointed by the policy council.

This committee shall review and make recommendations to the policy council for hires and terminations in keeping with personnel policies and procedures, plans for professional development and personnel policies and procedures. The administrative services unit director, human resources director, and employee development coordinator shall provide staff support.

Child-Parent Centers, Inc.

The PED Committee will have a Compensation and Benefits Sub-committee comprised of the three members appointed by the board president. This committee shall recommend agency policy on employee benefits and wage comparability. The executive director, administrative services unit director, and human resources director shall provide staff support.

Section 5: Audit Committee

At least three (3) members shall be appointed to serve on the Audit committee by the board president. This committee shall oversee the systems of checks and balances within CPC, the annual agency audit and other audits, fraud prevention, related risk management, and shall report to the board on a regular basis on these matters. The executive director and fiscal director shall provide staff support.

Article IX. Shared Decision-Making for Head Start

Shared decision-making shall be carried out by the Personnel and Employee Development, Continuous Planning and Improvement, and Program Services Committees as outlined in the Shared Decision-Making Plan. Recommendations from these committees, where required by Head Start performance standards and regulations, must be approved by the board and the policy council.

The Executive Committee of the Board of Directors, which serves as the Finance Committee, and which includes the Policy Council Chairperson, has oversight of budget preparation and expenditure monitoring. The annual budget and amendments of Head Start budgets must be approved by the Board of Directors and the Policy Council.

Differences between the Board of Directors and the Policy Council that cannot be resolved through normal channels and which require agreement for action to be taken, shall be submitted to an ad hoc resolution committee facilitated by an outside mediator agreeable to both parties. The procedure for this process is attached to these bylaws.

Article X. Executive Director

Section 1: Employment and Evaluation

- a. The Board of Directors shall employ an executive director (ED). Selection and termination of the ED shall be the responsibility of the board with the participation of the policy council as outlined in personnel policies.
- b. The ED shall be evaluated annually by the board in compliance with the written procedure
- c. Annual performance expectations shall be established by the board.

Section 2: Compensation

Compensation shall be determined by the board and be consistent with market rate data. It may not exceed the compensation cap set by the Office of Head Start.

Child-Parent Centers, Inc.

Section 3: Duties

The Executive Director shall:

- a. Participate in and support the Executive Committee meetings except when excused by the committee.
- b. Be responsible for carrying out the directives and policies of the Board of Directors, serve as director of the Head Start and Early Head Start programs, and administer other programs and business of the corporation.
- c. Ensure that all activities of CPC are conducted in accordance with all federal, state, and local laws and regulations, specifically including Head Start.
- d. Make recommendations to the board for the establishment of and changes in policies and programs of the corporation.
- e. Attend and participate in all meetings of the board, except when excused by the board, and be an ex-officio support to all committees.
- f. Inform and advise the board about programs, practices, and risks of the corporation, and keep the board informed of the activities operating under the board's authority, including submitting to the board recommendations regarding all matters requiring board action.
- g. Assume responsibility for the overall financial planning of the corporation and for preparation of the annual budget, and submit it to the board for review and approval.
- h. Be responsible for the overall personnel management of the corporation in accordance with personnel policies and procedures.
- i. Act on behalf of the board and have the authority to execute contracts and agreements and to address other legal matters as determined and approved by the board.

Article XI. Limits on Personal Liability

The personal liability of each director and officer of the corporation for monetary damages or for breach of fiduciary duty as a director or officer is eliminated to the fullest extent permitted and subject only to the limitations of Arizona law. The corporation shall purchase and maintain insurance on behalf of any person who is or was a director or officer of the corporation or is or was serving at the request of the corporation as a director or officer of another corporation, partnership, joint venture, trust, or other enterprise against any liability asserted against or incurred by him or her, in such capacity or arising out of his or her status as a director or officer, whether or not the corporation would have the power to indemnify him or her against such liability under these bylaws or Arizona law.

Article XII. Amendments

Section 1: Amendments

Subject to the provisions in the corporation's Articles of Incorporation and law, these bylaws may be amended at any regular or special meeting of the Board of Directors by a two-thirds (2/3) vote of the directors present provided written notice of the proposed amendment shall have been given, via US mail or electronically, to each director at least seven (7) days prior to the meeting at which the amendment is considered.

Article XIII. Dissolution

Upon the dissolution of the corporation and after the payment or provision for payment of all the liabilities of the corporation, the Board of Directors shall dispose of all the assets of the corporation according to grant funding requirements. Disposition of other board assets of the corporation may be made to the organization that are qualified as tax-exempt under section 501 (c)(3) of the Internal Revenue code or other organizations which support the purpose of the corporations mission. Any assets not so disposed of shall be disposed of by court of jurisdiction in the country in which the principal office of the corporation is located.

Adopted: 4-25-13