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Form 990

Return of Organization Exempt From Income Tax

OMB No 1545-0047

2013

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990 and its instructions is at www.irs.gov/form990.Open to Public
Inspection

A For the 2013 calendar year, or tax year beginning , 2013, and ending , 20

B Check if applicable: <input type="checkbox"/> Address change <input checked="" type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization <u>Southwest Folklife Alliance, Inc.</u> Doing Business As		D Employer identification no. <u>51-0195434</u>
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite <u>PO Box 42044</u>		E Telephone number <u>(520) 577-6990</u>
	City or town, state or province, country, and ZIP or foreign postal code <u>Tucson, AZ 85733</u>		G Gross receipts \$ <u>331,212</u>
	F Name and address of principal officer <u>Cynthia Watson</u> <u>Same as C above</u>		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(c) Group exemption number
	I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		J Website: <u>www.tucsonmeetyourself.org</u>
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other		L Year of formation <u>1976 M State of legal domicile <u>AZ</u> </u>	

Part I Summary

1 Briefly describe the organization's mission or most significant activities To identify, research, publicize, and present living traditional arts.2 Check this box ☐ 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	10
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	9
5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	600
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0

	Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	108,607
9	Program service revenue (Part VIII, line 2g)	199,961
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	18,863
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	2
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	0
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	26,372
14	Benefits paid to or for members (Part IX, column (A), line 4)	79,928
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	153,844
16a	Professional fundraising fees (Part IX, column (A), line 11e)	331,212
16b	Total fundraising expenses (Part IX, column (D), line 25)	0
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	32,996
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	304,619
19	Revenue less expenses. Subtract line 18 from line 12	334,888
20	Total assets (Part X, line 16)	304,619
21	Total liabilities (Part X, line 26)	334,888
22	Net assets or fund balances. Subtract line 21 from line 20	(150,775)
	Beginning of Current Year	End of Year
	40,200	21,224
	20,800	5,500
	19,400	15,724

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: Lydia Bretnig Signature of officer Date 11/10/14
Lydia Bretnig Vice Chair
 Type or print name and title

Paid Preparer Use Only: Preparer's name Jennifer J Phillips Preparer's signature Jennifer J Phillips Date 10-17-2014 Check ☒ if self-employed PTIN P01607578
 Firm's name Jennifer J Phillips CPA PLLC Firm's EIN 520-247-7087
 Firm's address 5151 E. Broadway Blvd. Ste. 1600 Phone no Tucson AZ 85711

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

For Paperwork Reduction Act Notice, see the separate instructions.

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Part III **Statement of Program Service Accomplishments**Check if Schedule O contains a response or note to any line in this Part III ☐**1** Briefly describe the organization's missionTo identify, research, publicize, and present living traditional arts.**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 \$ 291,819 including grants of \$) (Revenue \$ 51,323)To promote and offer an annual Tucson, Arizona event promoting southwestern traditional arts, dancing, and food to the public.**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 **291,819**

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 (see instructions)?	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		
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 other assistance to or for any foreign organization? 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 other assistance to or for foreign individuals? 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 (see instructions)		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?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	21	X
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22	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	23	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 25a	24a	X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a	X
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? If "Yes," complete Schedule L, Part I	25b	X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II	26	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	27	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)		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28a	X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b	X
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	28c	X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	29	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31	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	32	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	33	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	34	X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X
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)? If "Yes," complete Schedule R, Part V, line 2	35b	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	36	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	37	X
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	X

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

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	20	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	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	0	
b	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)		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O		
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)?		X
b	If "Yes," enter the name of the foreign country <input type="text"/> 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?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	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?		X
b	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?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		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?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		X
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		X
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?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
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?		
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? 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?		X
b	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 line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in the 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	1a 10		
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.			
b Enter the number of voting members included in line 1a, above, who are independent	1b 9		
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?	2		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?	3		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5		X
6 Did the organization have members or stockholders?	6		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?	7a		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?	7b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
a The governing body?	8a	X	
b Each committee with authority to act on behalf of the governing body?	8b	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	9		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?	10a		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?	10b		
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a		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	12a		X
b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b		
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c		
13 Did the organization have a written whistleblower policy?	13		X
14 Did the organization have a written document retention and destruction policy?	14		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	15a		X
b Other officers or key employees of the organization	15b		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?	16a		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?	16b		X

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 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.
The Corporation (520) 577-6990, PO Box 42044, Tucson, AZ 85733

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line 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 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) <u>Carmen Bonillas</u> Director	2.00	X						0	0	0
(2) <u>Jim Griffith</u> Director	2.00	X						0	0	0
(3) <u>Ralph Colwell</u> Director	2.00	X						0	0	0
(4) <u>Richard Noel</u> Director	2.00	X						6,000	0	0
(5) <u>Cynthia Watson</u> Chair	2.00	X		X				0	0	0
(6) <u>Lydia Breunig</u> Vice-Chair	2.00	X		X				0	0	0
(7) <u>Beth Frantz</u> Treasurer	2.00	X		X				0	0	0
(8) <u>Robert Berzok</u> Director	2.00	X						0	0	0
(9) <u>Elva De La Torre</u> Director	2.00	X						0	0	0
(10) <u>Ivan Venzin</u> Director	2.00	X						0	0	0
(11) _____	_____									
(12) _____	_____									
(13) _____	_____									
(14) _____	_____									

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 dotted line)	(C) Position (do not check more than one box, unless person is both an officer and 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			
(15) -----	-----									
(16) -----	-----									
(17) -----	-----									
(18) -----	-----									
(19) -----	-----									
(20) -----	-----									
(21) -----	-----									
(22) -----	-----									
(23) -----	-----									
(24) -----	-----									
(25) -----	-----									
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							6,000	0	0	

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 **0**

	Yes	No
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		X
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		X
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		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

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

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
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	94,163			
	f All other contributions, gifts, grants, and similar amounts not included above	1f	105,798			
	g Noncash contributions included in lines 1a-1f \$					
	h Total. Add lines 1a-1f		199,961			
Program Service Revenue	Business Code					
	2a Sales/concessions	900099	37,636	37,636		
	b Other program fees	900099	13,687	13,687		
	c					
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f		51,323			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)					
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
		(i) Real	(ii) Personal			
	6a Gross rents		79,928			
	b Less rental expenses					
	c Rental income or (loss)		79,928			
	d Net rental income or (loss)		79,928	79,928		
		(i) Securities	(ii) Other			
	7a Gross amount from sales of assets other than inventory					
	b Less cost or other basis and sales expenses					
	c Gain or (loss)					
	d Net gain or (loss)					
	8a 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					
	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					
	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						
Miscellaneous Revenue		Business Code				
11a						
b						
c						
d All other revenue						
e Total. Add lines 11a-11d						
12 Total revenue. See instructions			331,212	131,251	0	0

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 or note to any line 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.				
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.				
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.				
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).				
9	Other employee benefits.				
10	Payroll taxes.				
11	Fees for services (non-employees):				
a	Management.				
b	Legal.				
c	Accounting.	4,278		4,278	
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 Schedule O.)	139,467	122,207		17,260
12	Advertising and promotion.	44,008	44,008		
13	Office expenses.	3,306		3,306	
14	Information technology.				
15	Royalties.				
16	Occupancy.	10,993	10,993		
17	Travel.	3,158	3,158		
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19	Conferences, conventions, and meetings.				
20	Interest.				
21	Payments to affiliates.				
22	Depreciation, depletion, and amortization.				
23	Insurance.	1,334	1,334		
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	Production expense	57,692	57,692		
b	Vendor & permit fees	10,435	10,435		
c	Equipment rental	41,992	41,992		
d	Concessions	13,247			13,247
e	All other expenses	4,978		2,489	2,489
25	Total functional expenses. Add lines 1 through 24e.	334,888	291,819	10,073	32,996
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 SheetCheck if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	14,336	1	279
	2 Savings and temporary cash investments	55	2	
	3 Pledges and grants receivable, net	25,700	3	20,945
	4 Accounts receivable, net	109	4	
	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 instructions) Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a		
	b Less accumulated depreciation	10b	10c	
	11 Investments - publicly traded securities		11	
	12 Investments - other securities See Part IV, line 11		12	
	13 Investments - program-related See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	40,200	16	21,224	
Liabilities	17 Accounts payable and accrued expenses		17	
	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	20,000	22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	5,500
	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	800	25	
	26 Total liabilities. Add lines 17 through 25	20,800	26	5,500
Net Assets of 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	19,400	27	15,724
	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	19,400	33	15,724	
34 Total liabilities and net assets/fund balances	40,200	34	21,224	

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	331,212
2	Total expenses (must equal Part IX, column (A), line 25)	2	334,888
3	Revenue less expenses Subtract line 2 from line 1	3	(3,676)
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	19,400
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	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	15,724

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line 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		X
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 <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
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?		X
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		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support
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.**
▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

**Open to Public
Inspection**

Name of the organization

Employer identification number

Southwest Folklife Alliance, Inc.

51-0195434

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? ☐

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

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

(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	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

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

Schedule A (Form 990 or 990-EZ) 2013

EEA

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) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(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) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(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 2013 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test - 2013. 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 - 2012. 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 - 2013. 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 - 2012. 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"/>		

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) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	24,579	234,014	343,405	108,607	199,961	910,566
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	47,284	39,189	24,494	18,863	51,323	181,153
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	71,863	273,203	367,899	127,470	251,284	1,091,719
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)						1,091,719

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6	71,863	273,203	367,899	127,470	251,284	1,091,719
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	452	52,499	69,423	26,374	79,928	228,676
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	452	52,499	69,423	26,374	79,928	228,676
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)	72,315	325,702	437,322	153,844	331,212	1,320,395

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 2013 (line 8, column (f) divided by line 13, column (f))	15	82.68	%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	87.25	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	17.32	%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	12.75	%

19a 33 1/3% support tests - 2013. 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 - 2012. 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 O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service
Name of the organization

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.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

**Open to Public
Inspection**

Employer identification number

Southwest Folklife Alliance, Inc.

51-0195434

01. Organizational document changes (Part VI, line 4)

The articles of incorporation and bylaws were amended to reflect the new name of the
organization.

02. Form 990 governing body review (Part VI, line 11)

The Board Treasurer will review and approve the 990 prior to filing.

03. Governing documents, etc, available to public (Part VI, line 19)

All governing documents, policies, and financial statements are made available to the
public upon written request.

04. List of other fees for services expenses (Part IX, line 11g)

Other professional services include artists, festival staff, administration, consultants,
security and police. The Organization does not have any of its own employees.

COMMISSIONERS
BOB STUMP - Chairman
GARY PIERCE
BRENDA BURNS
BOB BURNS
SUSAN BITTER SMITH



JODI JERICH
Executive Director

PATRICIA L. BARFIELD
Director
Corporations Division

ARIZONA CORPORATION COMMISSION

September 8, 2014

LETA MAAHS
1052 N HIGHLAND DR
TUCSON, AZ 85702

RE: SOUTHWEST FOLKLIFE ALLIANCE, INC.
File Number: 05081804

We are pleased to notify you that your Amendment to Articles of Incorporation for the above-referenced corporation HAS BEEN APPROVED.

You must publish a copy of the Amendment. The publication must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. A list of newspapers is available on the Commission website, www.azcc.gov/Divisions/Corporations.

Publication must be completed WITHIN 60 DAYS after September 8, 2014, which is the date the document was approved for filing by the Commission. The corporation may be subject to administrative dissolution if it fails to publish. You will receive an Affidavit of Publication from the newspaper, and you may file it with the Commission.

TO SUBSCRIBE TO THE ANNUAL REPORT EMAIL REMINDER SERVICE, GO ONLINE TO WWW.AZCC.GOV/DIVISIONS/CORPORATIONS, THEN CLICK ON THE LINK TO SEARCH FOR YOUR ENTITY. ON YOUR ENTITY'S PAGE, CLICK ON THE BUTTON FOR "SUBSCRIBE TO ANNUAL REPORT EMAIL REMINDER." IF YOU CHOOSE NOT TO SUBSCRIBE, YOU WILL NOT RECEIVE ANY REMINDER AT ALL FROM THE COMMISSION.

We strongly recommend that you periodically monitor your corporation's record with the Commission, which can be viewed at www.azcc.gov/divisions/corporations. If you have questions or need further information, please contact us at (602) 542-3026 in Phoenix, or Toll Free (Arizona residents only) at 1-800-345-5819.

Take our online customer service survey at www.azcc.gov/divisions/Corporations.

CF:11
REV. 01/2009

AFFIDAVIT OF PUBLICATION
For Corporation Commission

Ajo Copper News

Hollister David, Publisher
Gabrielle David, Editor
Michelle Pacheco, Office Manager

P. O. Box 39 • Ajo, Arizona 85321
Phone (520) 387-7688
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STATE OF ARIZONA
COUNTY OF PIMA

I, Hollister J. David, as the publisher, make this affidavit of publication. Under oath, I state that the following is true and correct.

The Ajo Copper News is a newspaper, which is published weekly, is of general circulation, and is in compliance with the Arizona Revised Statutes §§ 10-140.34 & 39-201.A & B. The notice has been published three (3) consecutive times in the newspaper listed above.

RECEIVED

DATES OF PUBLICATION

- 1) **SEPTEMBER 24**
- 2) **OCTOBER 1**
- 3) **OCTOBER 8, 2014**

OCT 15 2014

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

THE NAME OF CORPORATION: **SOUTHWEST FOLKLIFE ALLIANCE, INC.**

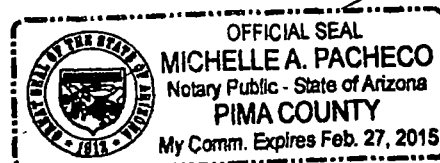
CORPORATE FILE NUMBER: **-1946681-8**

TYPE OF DOCUMENT: **AMENDED NON-PROFIT ARTICLES OF INCORPORATION**

PUBLISHER'S SIGNATURE: _____

SUBSCRIBED AND SWORN TO BEFORE ME
ON THIS **8** DAY OF **OCTOBER, 2014**.

NOTARY SIGNATURE: _____



AZ CORPORATION COMMISSION
FILED



AUG 08 2014

AUG 18 2014

FILE NO. - 0508180-4

FILE NO. - 0508180-4

AZ CORPORATION COMMISSION
FILED

DO NOT WRITE ABOVE THIS LINE. RESERVED FOR AOC USE ONLY.

ARTICLES OF AMENDMENT
NONPROFIT CORPORATION
Read the Instructions C0151

AUG 25 2014

FILE NO. - 0508180-4

1. ENTITY NAME - give the exact name of the corporation as currently shown in A.C.C. records:

TVILON MEET YOURSELF

2. A.C.C. FILE NUMBER: 0508180-4

Find A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Database/Corporations>

AZ CORPORATION COMMISSION
FILED

3. Date the attached amendment was adopted: 11.18.2013

SEP 03 2014

4. Check 4.1 or 4.2, or both - also check 4.3 if applicable:

4.1 ☒ The Amendment was duly adopted by act of the Board of Directors.

4.2 ☐ The Amendment was duly adopted by act of the Members.

AND, if applicable:

4.3 ☐ The Amendment was approved by the person or persons required by the Articles of Incorporation.

AZ CORPORATION COMMISSION
FILED

AUG 13 2014

5. A copy of the corporation's amendment must be attached to these Articles.

FILE NO. - 0508180-4

SIGNATURE: By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

MARINEZ ALVAREZ

08/05/14
Date (mm/dd/yyyy)

REQUIRED - check only one:

<input type="checkbox"/> I am the Chairman of the Board of Directors of the corporation filing this document.	<input checked="" type="checkbox"/> I am a duly authorized Officer of the corporation filing this document.	<input type="checkbox"/> I am a duly authorized bankruptcy trustee, receiver, or other court-appointed fiduciary for the corporation filing this document.
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Filing Fee: \$25.00 (regular processing)

Expedited processing - add \$35.00 to filing fee.

All fees are non-refundable - see instructions.

Mail:

Arizona Corporation Commission - Corporate Filings Section
1900 W. Washington St., Phoenix, Arizona 85007

Fax:

602-542-4100

Please be advised that A.C.C. forms reflect only the act in the provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.

All documents filed with the Arizona Corporation Commission are public record and are open for public inspection. If you have questions after reading the instructions, please call 602-542-3000 or (toll-free only) 800-644-6314.

CIVILIAN
Form 0001

Arizona Corporation Commission - Corporate Filings Section

SEP 03 2014

**ARTICLES OF AMENDMENT
OF**

FILE NO. 1946681-8 **SOUTHWEST FOLKLIFE ALLIANCE, INC.**
(Arizona Non-Profit, Tax Exempt Corporation)

We, the undersigned, associate ourselves together to form a non-profit private corporation under the laws of the State of Arizona and for that purpose adopt the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of this Corporation shall be: **SOUTHWEST FOLKLIFE ALLIANCE, INC.**

ARTICLE II - PLACE OF BUSINESS

The principal office and place of transacting the business of the Corporation shall be The Southwest Center at the University of Arizona, 1052 N. Highland Ave. Tucson, AZ 85721; however, its Board of Directors may meet for the transaction of business at such other places within the State of Arizona as the Directors may from time to time designate.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is the transaction of any and all lawful business for which non-profit corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time. Said Corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code. To the extent that the following conforms to such charitable, scientific and educational purposes, the general nature of the business to be transacted by the Corporation is more specifically as follows:

1. Document the variety of cultural heritage activities carried out by ethnic and folk communities of Arizona and adjacent Southwestern states.
2. Carry out educational activities, gatherings, tours, classes and workshops related to the promotion, appreciation and preservation of cultural heritage activities and practices that are distinctive to Arizona and the greater Southwest region.
3. Facilitate understanding of heritage arts as a cultural asset by providing training to citizen and student folklorists, offering consulting services to private and public agencies, and organizing special initiatives throughout Arizona and the region that make cultural assets the centerpiece of economic development and civic engagement.
4. Partnering with key social and cultural institutions in Arizona and other states of the greater Southwest area to share resources, develop strategic alliances and plans, and advance respect and opportunity for heritage, ethnic and folk artists and their communities.

The foregoing enumeration of special powers shall not be deemed to limit or restrict the general powers of the Corporation and the enjoyment and exercise thereof, as conferred by the laws of the State of Arizona under which this Corporation is incorporated.

ARTICLE IV - INITIAL BUSINESS

The character of the affairs and business that the Corporation initially intends to conduct in this State is to take all such actions as may be appropriate to accomplish the purposes set forth above.

ARTICLE V - POWERS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section or provision of any future United States Internal Revenue law or federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section or provision of any future United States Internal Revenue law or federal tax code.

ARTICLE VI - MEMBERSHIP

The Corporation is not authorized to have voting or governing members. Designations of "membership" shall be imposed, from time to time, to persons or agencies who make financial contributions or join the Corporation for a limited time in exchange for goods and services.

ARTICLE VII - LIQUIDATION

Upon the winding up and dissolution of this Corporation, the Board of Directors shall, after paying or adequately providing for the payment of all of the liabilities of the Corporation, the remaining assets exclusively for the purposes of the Corporation shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue law or federal tax code, as the Board of Directors shall determine. Any assets not disposed of shall be disposed of by the Superior Court of the County in which the principle office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII - BOARD OF DIRECTORS

The affairs of the Corporation shall be conducted by a Board of Directors whose number and term shall be provided in the Bylaws of the Corporation. The Board of Directors, or any member thereof, may be removed at any time, according to the terms and provisions for removal stated in the Bylaws. An initial Board of Directors shall serve as the directors until the first annual meeting of the Board of Directors, or until their successors are duly elected and qualified.

Except as otherwise provided in these Articles of Incorporation, the Board of Directors, by a majority vote of those present at a duly-convened meeting, shall have the power to adopt, amend and rescind the Bylaws for the governing of the Corporation, to fill vacancies occurring in the Board of Directors, or in the offices of the Corporation, from any cause, and to designate such powers and duties for said officers as they may be prescribed.

ARTICLE IX - EXEMPTION OF PRIVATE PROPERTY

The incorporators, directors, officers, employees and agents of the Corporation and their property shall be forever exempt from liability or assessment for its debts, obligations or engagements.

ARTICLE X - ELIMINATION OF DIRECTORS' LIABILITY

The personal liability of the directors to the Corporation or its members for monetary damages for any action taken or failure to take any action as a director is eliminated to the fullest extent permitted by applicable law. Neither this provision nor any other provisions in these Articles shall eliminate or limit the liability of a director for any of the following:

- A. The amount of a financial benefit received by a director to which the director is not entitled.
- B. An intentional infliction of harm on the corporation.
- C. A violation of A.R.S. § 10-3833 (liability for unlawful distributions).
- D. An intentional violation of criminal law.

For purposes of this provision, "director" shall include trustees or persons who serve on a board or council of the Corporation in an advisory capacity.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any person against expenses, including without limitation, attorneys' fees, judgments, fines and amounts paid in settlement, actually and reasonably incurred by reason of the fact that he/she is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, in all circumstances in which, and to the extent that, such indemnification is specifically permitted and provided for by the laws of the State of Arizona as then in effect.

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the Bylaws.

ARTICLE XII - STATUTORY AGENT

The Statutory Agent is Turbban K. Hazra, Esq. , whose physical address is 360 N. Court Ave., Tucson, AZ 85701.

The Board of Directors may, at their option, revoke such appointment and shall have the power to fill such vacancy.

ARTICLE XIII - AMENDMENTS

These Articles of Incorporation may be amended from time to time only by a majority vote of the Board of Directors of the Corporation present, in accordance with procedures set forth in the Bylaws of the Corporation, at a duly convened meeting called for that purpose, if a quorum is present and a notice is given as specified in the Bylaws of the Corporation.

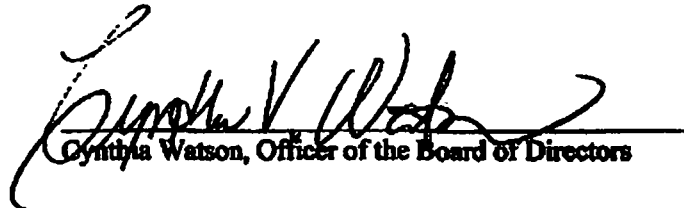
ARTICLE XIV - DISCRIMINATION

The Corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

ARTICLE XV - CONFLICT OF INTEREST

The Corporation will adopt a Conflict of Interest policy designed to foster public confidence in the integrity of its operations and to protect the Corporation's interest when it is contemplating entering a transaction that might benefit the private interest of a director, a corporate officer, the top management or top financial official, or a key employee.

3 IN WITNESS WHEREOF, the undersigned Officer of the Board of Directors, hereto set our hand this day of September, 3, 2014.


Cynthia Watson, Officer of the Board of Directors

**BYLAWS
OF
SOUTHWEST FOLKLIFE ALLIANCE**

As adopted this 13 day of August 2014

**ARTICLE I
General Provisions**

Section 1. Name. The name of this Corporation is Southwest Folklife Alliance, Inc., (herein referred to as "SFA" or the "Corporation"). The Corporation may also do business under the fictitious business name "Tucson Meet Yourself."

Section 2. Offices. The principal office and place of transacting the business of the Corporation shall be The Southwest Center at the University of Arizona, 1052 N. Highland Ave. Tucson, AZ 85721. The office may be changed from time to time by the Board of Directors, and the Corporation may have such additional offices as the Board of Directors may designate or the activities of the Corporation may require.

**ARTICLE II
Purpose and Mission**

SFA, an Arizona nonprofit corporation, is organized and shall be operated exclusively for educational, scientific, literary, and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and SFA shall receive and administer, expend and distribute funds exclusively for such purposes. Without any limitation of the foregoing, SFA shall further the educational and research objectives of the University of Arizona according to its mission. The Corporation's objectives include the following:

1. Document the variety of cultural heritage activities carried out by ethnic and folk communities of Arizona and adjacent Southwestern states.
2. Carry out educational activities, gatherings, tours, classes and workshops related to the promotion, appreciation and preservation of cultural heritage activities and practices that are distinctive to Arizona and the greater Southwest region.
3. Facilitate understanding of heritage arts as a cultural asset by providing training to citizen and student folklorists, offering consulting services to private and public agencies, and organizing special initiatives throughout Arizona and the region that make cultural assets the centerpiece of economic development and civic engagement.
4. Partnering with key social and cultural institutions in Arizona and other states of the greater Southwest area to share resources, develop strategic alliances and plans, and advance respect and opportunity for heritage, ethnic and folk artists and their communities.

ARTICLE III

Members

Section 1. Not a Membership Corporation. SFA is not a members' organization; the sole authority to govern the organization shall rest with the Board of Directors. However, the Board and staff can decide to create categories of advising committees, or contributing member categories per annual financial campaign, or sponsor categories based on in-kind and financial support, or honor councils as determined to be in the best interest of the organization. None of these additional bodies or categories of membership or sponsorship will have any expectation of voting or governance of the organization.

Section 2. Affiliate Designations. The Board of Directors may designate as "affiliates" of the Corporation such institutions or other persons or entities which support the objectives of the Corporation or which are affiliated with the Corporation. Such institutions, persons, or entities shall not have any rights to vote, control, or advise the Corporation nor shall they have any interests in the Corporation or any of its assets.

ARTICLE IV

Board of Directors

Section 1. Duties of the Board.
The duties of the Board shall be: to ensure that all projects and activities of SFA adhere to the organization's mission; to ensure that all decision-making and utilization of resources at SFA conforms to the best interest of the community; to assist and support in fundraising and other aspects of programming; to establish and monitor an annual budget; and to exercise fiduciary responsibility for all financial transactions and representations of SFA.

Section 2. Number, Class, and Voting Power of the Directors.

- A. Number of Directors. The Board of Directors of SFA shall consist of no less than 7 and no more than 11 individuals, nominated and elected by the Board itself.
- B. Class of Directors; Voting Power.

The Board shall be and is divided into two classes designated "UA Directors" and "Independent Directors".

There shall be at least three (3) seated UA Directors but no more than nine (5) seated UA Directors. UA Directors shall not exceed 49% of the total number of seated Directors.

Each Independent Director shall have one (1) vote. Each UA Director shall have one (1) vote so long as the number of seated UA Directors is less than the number of seated Independent Directors.

To ensure that the seated Independent Directors shall always have, in the aggregate, a majority of the voting power, if the number of seated Independent Directors at any time is equal to or less than the number of seated UA Directors, the collective voting power of the seated UA Directors will have a shall be reduced so that the seated UA Directors have one less vote in the aggregate than the seated Independent Directors and, in such instance, each seated UA Director will have a fractional vote.

The Independent Directors and the UA Directors are hereafter referred to collectively as "Directors."

Section 3. Election, Appointment and Terms of the Directors.

- A. Election and Appointment. Independent Directors shall be elected by a majority vote of all Directors. Elections of new Independent Board members can take place at any time during the year. The Board Chairperson is responsible for establishing a board nominating process and a Board Nominating Committee as determined by the needs of the organization. Any Board member can nominate potential candidates and can call upon the Board Chairperson to set a nominating process in motion as needed. Resignations or removals from the Board shall be filled by an ad-hoc nominating process as determined by the Board Chairperson any time during the year.

UA Directors shall be appointed by the UA President (the "President") upon the written recommendation of the full Board and Dean of the College of Social and Behavioral Sciences (the "Dean"). Three (3) of the UA Directors must be employees of the University of Arizona. One (1) of the UA Directors should include the UA faculty member designated the Southwestern Public Folklorist at the University of Arizona.

- B. Terms of Office. Both UA and Independent Director shall serve for two years. Board members can be re-elected a total of three (3) terms, a total of six (6) years. Board members who fill three (3) terms must leave the Board for at least one year from the date of their previous term expiration before they can be reelected to the Board.

The UA Director who also occupies the designated position of Southwestern Public Folklorist at the University of Arizona shall not be subject to term limits as long as a) he or she occupies the position as designated Folklorist at the UA or b) he or she resigns or is removed from the Board. The Board can grant other exemptions to this rule per exceptional circumstances and per majority vote of the full Board as needed.

Section 4. Removal.

Any UA Director may be removed with or without cause by the UA President. Any Independent Director may be removed with or without cause by a vote of a majority of the Directors then in office, provided such a majority includes a majority of the Independent Directors.

Section 5. Resignation.

A Director may resign at any time by delivering written notice to the Chair of the Board. A resignation is effective when the notice is delivered unless the notice specifies a later effective event or date, and such Director shall be deemed to have resigned from any Committee as of the date of such resignation.

Section 6. Vacancies.

A vacancy in the Board of Directors shall be filled in the same manner as set forth in Section 3(A). A Director elected to fill a vacancy occurring in the Board of directors shall be elected for one term, with the opportunity for renewal according to section 3(B).

Section 7. Meetings.

At a minimum, the Board shall meet annually. All actions taken by the Board of Directors shall be determined by majority vote of those present, provided such a majority includes a majority of all Independent Directors as described in Section 2(B). A majority of Directors then in office shall constitute a quorum for the transaction of business at any meeting.

The first meeting of the Board of Directors each fiscal year shall be the Annual Meeting of the Board of Directors. At the Annual Meeting, the Directors shall, as necessary, elect the Executive Committee Members of the Board of Directors to serve for the coming year and shall transact such other business as may come before the meeting.

A schedule for other meetings will be determined by the Board. Written notice of meetings shall be delivered to each Director not less than five (5) days before the date of the meeting. Notice of the annual meeting of the Board of Directors shall be given at least ten (10) days, but no more than forty (40) days, prior thereto. Notice of special meetings of the Board of Directors, which may be called by or at the request of a majority of the Board of Directors, the Chairperson or the UA designated Public Folklorist, shall be given at least two (2) days. Unless otherwise required by law or specified by the Articles of Incorporation or the Bylaws, neither the business to be transacted nor the purpose of any meeting of the Board of Directors need be specified in the notice.

Section 8. Participation in Meetings by Means of Conference Telephone.

Members of the Board of Directors, or any committee of the Board of Directors, may participate in a meeting of the Board of Directors or of such committee by means of a conference telephone or similar communications device whereby all persons participating in the meeting can hear each other, and participation by such means shall constitute presence of the person at such meeting.

Section 9. Action Without Meeting.

Any action required by law to be taken at a meeting of Board of Directors, or any action which may be taken at a meeting of Board of Directors, may be taken without a meeting if a consent in writing, setting forth the actions so taken, shall be signed by all of the Directors. Such action by written consent shall have the same force and effect as a unanimous vote of the Board of Directors. Such written consent or consents shall be filed with the minutes of the proceedings of the Board of Directors.

Section 10. Quorum

A majority of the number of Directors actually serving shall constitute a quorum for the transaction of business of any meeting of the Board of Directors. The Directors may continue to transact business during a meeting at which a quorum is initially present, notwithstanding the withdrawal of Directors, if any action is approved by at least, two-thirds of the required quorum for the meeting.

Section 11. Compensation

No Director shall receive any compensation for serving as a Board Member. By resolution of the Board, expenses associated with attendance at Board of Directors meetings may be allowed as needed.

No members, of the Corporation shall be interested, directly or indirectly in any contract relating to the operations conducted by it, nor in any contract for furnishing services or supplies to it, unless such contract shall be authorized by the Board of Directors and unless the fact of such interest shall be

known or disclosed to the Board of Directors at the meeting at which such contract is so authorized.

Section 12. Presumption of Assent.

A Director of the Corporation who is present at a meeting of the Board at which action on any corporate matter is taken shall be presumed to have assented to the action taken, unless his or her dissent shall be entered in the minutes of the meeting, or unless he or she shall file his or her written dissent to such action.

Section 13. Absences

If any director shall fail to attend three (3) consecutive meetings of the Board of Directors without excuse accepted as satisfactory by the Board, such director shall be deemed to have resigned and the vacancy shall be filled.

**ARTICLE V
Officers**

Section 1: Officers. Officers shall consist of a Chairperson, a Vice Chair, a Secretary, and a Treasurer.

Section 2: Election and Term of Office. Officers shall be elected annually from within the Board on a rotation of a fiscal year at the Annual Meeting. No member of the Board shall hold more than one office at a time, and no member shall be eligible to serve more than five consecutive terms in the same office without an exemption to this rule granted by a vote of the Board of Directors.

Section 3. Removal. Any officer elected by the Board may be removed, with or without cause, by the Board by majority vote at any meeting of the Board.

Section 4. Resignation. An officer may resign at any time by delivering written notice to the Chair of the Board and the Executive Director. In the case of the Board Chair, written notice may be delivered to the Vice-Chair and the Executive Director.

Section 5. Vacancies. A vacancy in any office shall be filled by a majority vote of the Board at any meeting thereof for the unexpired portion of the term.

Section 6. Chair of the Board. The Chair of the Board shall preside at all meetings of the Board and all meetings of the Executive Committee; coordinate relations of the Board with the President; sign and issue, jointly with the President, all annual and other major reports of SFA; and perform such other duties as the Board may require from time to time determine.

Section 7. President/Executive Director. The President shall be the chief executive officer of SFA (Executive Director) and as such shall exercise general supervision of all operations and personnel of SFA and shall carry out and implement the policies of SFA as adopted by the Board.

Section 8. Vice Chair. The Vice Chair of the Board shall, in the absence or disability of the Chair of the Board, perform all duties of the Chair of the Board, and when so acting shall have all powers of and be subject to all restrictions upon the Chair of the Board.

Section 9. Treasurer. The Treasurer shall perform all duties incident to the office of Treasurer and such other duties from time to time may be assigned by the Chair or the Board. The Treasurer is also Chair of the SFA's Finance Committee.

Section 10. Secretary. The Secretary shall keep a record of the minutes of all meetings of the Board of Directors, shall have custody of all books, records and papers of the Corporation, except those in the custody of the Treasurer or some other person authorized to have charge thereof by the Board of Directors, and shall perform such other duties as may from time to time be assigned to him or her by the Board of Directors.

ARTICLE VII Committees

Section 1. Creation. The Chairperson of the Board can appoint standing or special committees as he/she shall deem necessary to carry out the work of the Board and the organization. The resolution or action establishing a Board Committee shall define the scope of the Board Committee's purpose and duration of its term. The Chair of the Board and President shall be ex-officio members of all committees of the Board.

Section 2. Executive Committee. Officers of the Board will make up membership in the Executive Committee. The Chair of the Board shall be the Chair of the Executive Committee. The Executive Committee can stand in and fulfill the functions of any other committee whenever necessary.

Section 6. Term of Office. Each member of a committee established under this section shall continue as such until the next annual meeting of the Board of Directors or until his or her successor is appointed, unless the committee shall be sooner terminated or unless any such member is removed from such committee, or unless such member shall cease to qualify as member thereof.

Section 7. Additional Advisory Committees. The Chairperson of the Board can designate advisory committees, none of which will have or exercise any authority over the Board in the management of SFA. Members of any Advisory Committee may, but need not be, Directors. A resolution or directive establishing an Advisory Committee shall define the scope of the Advisory Committee's purpose and duration of its term.

ARTICLE VIII Fiscal Year

SFA's fiscal year shall begin each January 1 and shall end on each December 31.

ARTICLE IX Amendment of Bylaws

These bylaws may be amended at any regular meeting of the SFA Board of Directors by a two-thirds majority of Board members present, provided that a notice of the proposed amendment has been given to the members at least one week before the meeting.

ARTICLE X

Dissolution

SFA may be dissolved by a vote of two-thirds of the total Board of Directors. In the event of dissolution, the distribution of remaining assets shall be effected in accordance with the provisions of the Articles of Incorporation and shall be passed along to the University of Arizona or another nonprofit entity determined by the Board as having a substantially similar purpose and mission to SFA.

ARTICLE XI

Corporate Finances

A. Deposit of Funds

All funds of the Corporation not otherwise employed shall be deposited in such banks, or trust companies as the Board of Directors may from time to time determine.

B. Checks, Etc.

All checks, drafts, notes and evidence of indebtedness of the Corporation shall be signed by the Executive Director. Any check over \$25,000 will require a written or signed consent by the chair or treasurer.

C. Board Financial Contributions

The Board of Directors may determine any level of gift or annual donation or other assessment to be imposed upon Directors of the Corporation.

D. Books

There shall be kept at the office of the Corporation correct books of account of the activities and transactions of the Corporation, including a copy of the Articles of incorporation, a copy of these By-laws and all Minutes of the meetings of the Board of Directors.

Article XII

Conflicts

The Board has adopted and will maintain the conflicts of interest policy set forth in Exhibit A regarding potential conflicts of interest between the Corporation and its officers and Directors and any Corporation, firm, association or entity in which an officer or Director is a member, officer or trustee has a financial interest. The Board shall establish procedures to circulate such policies to all officers and Directors from time to time.

Article XIII

Exculpation, Indemnification, and Insurance

- A. The Corporation shall indemnify any director, officer or employee who is a party or is threatened to be made party to any suit, or other proceeding of any nature, whether civil, criminal administrative or investigative, and whether brought by in the right of the Corporation by reason of the fact that such person was or is a director, officer or other employee of the Corporation to the fullest extent permitted by law, including without limitation indemnification against expenses (which shall include for purposes of this section attorneys' fees and disbursements), damages, judgements, penalties, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such proceeding unless the

act or failure to act giving rise to the claim is finally determined by a court to have constituted willful misconduct or recklessness.

- B. The Corporation shall pay the expenses of an annual Directors and Officers Liability Insurance.

Exhibit A
Conflict of Interest Policy

(ATTACHED)

Southwest Folklife Alliance

CONFLICT OF INTEREST POLICY

Article I: Purpose

This conflict of interest policy is designed to foster public confidence in the integrity of **Southwest Folklife Alliance** (the "Organization") and to protect the Organization's interest when it is contemplating entering a transaction (defined below) that might benefit the private interest of a director, a corporate officer, the top management or top financial official, or a key employee (defined below).

Article II: Definitions

The following are considered *insiders* for the purposes of this policy:

1. Each member of the Board of Directors or other governing body.
2. The president, chief executive officer, chief operating officer, treasurer and chief financial officer, executive director, or any person with the responsibilities of any of these positions.
3. Any *key employee*, meaning an employee who (a) has responsibilities or influence over the organization similar to that of officers, directors, or trustees; or (b) manages a program that represents 25% or more of the activities, assets, income, or expenses of the organization; or (c) has or shares authority to control 10% or more of the organization's capital expenditures, operating budget, or compensation for employees.

Interest means any commitment, investment, relationship, obligation, or involvement, financial or otherwise, direct or indirect, that may influence a person's judgment, including receipt of compensation from the Organization, a sale, loan, or exchange transaction with the Organization.

A *conflict of interest* is present when, in the judgment of the Board of Directors, an insider's stake in the transaction is such that it reduces the likelihood that an insider's influence can be exercised impartially in the best interests of the Organization.

Transaction means any transaction, agreement, or arrangement between an insider and the Organization, or between the Organization and any third party where an insider has an interest in the transaction or any party to it.

Article III: Procedures

1. *Duty to Disclose*

Each insider shall disclose to the Board all material facts regarding his or her interest in the transaction, promptly upon learning of the proposed transaction.

2. *Determining Whether a Conflict of Interest Exists*

With regard to an insider, the Board shall determine if a conflict of interest exists. The insider(s) and any other interested person(s) involved with the transaction shall not be present during the

Board's discussion or determination of whether a conflict of interest exists, except as provided in Article IV below.

3. *Procedures for Addressing a Conflict of Interest*

The Board shall follow the procedures set forth in Article IV in order to decide what measures are needed to protect the Organization's interests in light of the nature and seriousness of the conflict, to decide whether to enter into the transaction and, if so, to ensure that the terms of the transaction are appropriate.

Article IV: Review by the Board

The Board may ask questions of and receive presentation(s) from the insider(s) and any other interested person(s), but shall deliberate and vote on the transaction in their absence. The Board shall ascertain that all material facts regarding the transaction and the insider's conflict of interest have been disclosed to the Board and shall compile appropriate data, such as comparability studies, to determine fair market value for the transaction.

After exercising due diligence, which may include investigating alternatives that present no conflict, the Board shall determine whether the transaction is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable to the Organization; the majority of disinterested members of the Board then in office may approve the transaction.

Article V: Records of Proceedings

The minutes of any meeting of the Board pursuant to this policy shall contain the name of each insider who disclosed or was otherwise determined to have an interest in a transaction; the nature of the interest and whether it was determined to constitute a conflict of interest; any alternative transactions considered; the members of the Board who were present during the deliberations on the transaction, those who voted on it, and to what extent interested persons were excluded from the deliberations; any comparability data or other information obtained and relied upon by the Board and how the information was obtained; and the result of the vote, including, if applicable, the terms of the transaction that was approved and the date it was approved.

Article VI: Annual Disclosure and Compliance Statements

Each director, each corporate officer, the top management official, the top financial official, and each key employee of the Organization, shall annually sign a statement on the form attached, that:

- affirms that the person has received a copy of this conflict of interest policy, has read and understood the policy, and has agreed to comply with the policy; and
- discloses the person's financial interests and family relationships that could give rise to conflicts of interest.

Article VII: Violations

If the Board has reasonable cause to believe that an insider of the Organization has failed to disclose actual or possible conflicts of interest, including those arising from a transaction with a related

interested person, it shall inform such insider of the basis for this belief and afford the insider an opportunity to explain the alleged failure to disclose. If, after hearing the insider's response and making further investigation as warranted by the circumstances, the Board determines that the insider has failed to disclose an actual or possible conflict of interest, the Board shall take appropriate disciplinary and corrective action.