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Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

▶ Do not enter Social Security numbers on this form as it may be made public By law, the IRS generally cannot redact the information on the form

▶ Information about Form 990 and its instructions is at *www.IRS.gov/form990*

OMB No 1545-0047

2013

Open to Public Inspection

A For the 2013 calendar year, or tax year beginning 01-01-2013 , 2013, and ending 12-31-2013

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

C Name of organization
SAFE CREDIT UNION

Doing Business As

Number and street (or P O box if mail is not delivered to street address) Room/suite
3720 Madison Avenue

City or town, state or province, country, and ZIP or foreign postal code
North Highlands, CA 956605024

D Employer identification number
94-1179501

E Telephone number
(916) 971-4554

G Gross receipts $ 97,488,716

F Name and address of principal officer
HENRY W WIRZ
3720 Madison Avenue
North Highlands, CA 95660

H(a) Is this a group return for subordinates? ☐ Yes ☑ No

H(b) Are all subordinates included? ☐ Yes ☐ No
If "No," attach a list (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status ☐ 501(c)(3) ☑ 501(c) (14) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW SAFECU ORG

K Form of organization ☑ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation 1940

M State of legal domicile CA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities
SAFE CREDIT UNION'S MISSION IS TO HELP MEMBERS IMPROVE THEIR FINANCIAL WELL-BEING, PROVIDE EXCELLENT SERVICE, AND ENSURE A FINANCIALLY SOUND CREDIT UNION

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	9
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	685
6	Total number of volunteers (estimate if necessary)	6	17
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	654,242
b	Net unrelated business taxable income from Form 990-T, line 34	7b	-637,802

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	0	0
	9	Program service revenue (Part VIII, line 2g)	90,311,489	85,970,362
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	8,180,200	9,664,954
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	481,932	1,476,203
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	98,973,621	97,111,519
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	324,598	273,233
	14	Benefits paid to or for members (Part IX, column (A), line 4)	7,176,347	6,443,281
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	32,275,986	37,535,107
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶0		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	37,469,205	39,191,016
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	77,246,136	83,442,637
	19	Revenue less expenses Subtract line 18 from line 12	21,727,485	13,668,882

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	1,906,193,997	2,004,704,102
	21	Total liabilities (Part X, line 26)	1,710,326,650	1,807,404,232
	22	Net assets or fund balances Subtract line 21 from line 20	195,867,347	197,299,870

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

****** 2014-05-12
Signature of officer Date

CHRIS HARRIS SVP/CFO
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOHN WOODHULL				P01305268

Firm's name ▶ CROWE HORWATH LLP
Firm's EIN ▶

Firm's address ▶ 70 West Madison Street
Suite 700
Chicago, IL 606024903

Phone no (312) 899-7000

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

Part III **Statement of Program Service Accomplishments**

Check if Schedule O contains a response or note to any line in this Part III . . . . ☑

1 Briefly describe the organization's mission

SAFE CREDIT UNION'S MISSION IS TO HELP MEMBERS IMPROVE THEIR FINANCIAL WELL-BEING, PROVIDE EXCELLENT SERVICE, AND ENSURE A FINANCIALLY SOUND CREDIT UNION

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 $ including grants of $) (Revenue $)

SAFE HAS SERVED THE SACRAMENTO AREA SINCE 1940, AND NOW HAS MEMBERSHIP SPANNING 12 COUNTIES IN NORTHERN CALIFORNIA SAFE HAS 21 BRANCHES IN THREE OF THESE COUNTIES SACRAMENTO, PLACER AND YOLO SAFE SERVES APPROXIMATELY 170,000 MEMBERS SAFE OFFERS DEPOSITORY, LENDING AND OTHER FINANCIAL PRODUCTS AND SERVICES TO HELP ITS MEMBERS IMPROVE THEIR FINANCIAL WELL-BEING AS A NONPROFIT, SAFE IS ABLE TO DELIVER BENEFITS TO ITS MEMBERSHIP THROUGH LOWER LOAN RATES AND HIGHER DEPOSIT RATES IN ADDITION, SAFE MEMBERS ENJOY THE FOLLOWING BENEFITS ACCESS TO 25,000 ATMS NATIONWIDE, ACCESS TO 2,500 SHARED BRANCH LOCATIONS NATIONWIDE, ABILITY TO PERFORM POINT-OF-SALE (POS) TRANSACTIONS, FREE ONLINE BANKING AND BILL PAY, FINANCIAL MANAGEMENT TOOLS AND EARLY PAYDAY WITH DIRECT DEPOSIT

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

SAFE OFFERS A VARIETY OF DEPOSIT PRODUCTS INCLUDING SAVINGS, CHECKING, MONEY MARKET, CERTIFICATE, RETIREMENT, BUSINESS , HOLIDAY CLUB AND YOUTH ACCOUNTS DEPOSITS ARE FEDERALLY INSURED TO AT LEAST $250,000 AND BACKED BY THE FULL FAITH AND CREDIT OF THE UNITED STATES GOVERNMENT SAFE'S DEPOSIT RATES ARE EVERY COMPETITIVE WITH THE MARKET AND ARE TYPICALLY HIGHER THAN BANKS SAFE FEATURES BOTH LOW AND NO-COST CHECKING PRODUCTS AS WELL AS THOSE WITH HIGHER DIVIDEND RATES MEMBERS CAN TRANSFER FUNDS FROM ONE DEPOSIT PRODUCT OR ACCOUNT TO ANOTHER QUICKLY AND SEAMLESSLY THROUGH OUR ONLINE BANKING AND TELEPHONE SYSTEMS

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

SAFE OFFERS A VARIETY OF LOW-RATE PRODUCTS TO HELP MEMBERS WITH THEIR FINANCING NEEDS AVAILABLE LOAN PRODUCTS INCLUDE AUTO LOANS, REAL ESTATE MORTGAGE LOANS, HOME EQUITY LINES OF CREDIT, HOME IMPROVEMENT LOANS, VISA CREDIT CARDS, SMALL BUSINESS LOANS, STUDENT LOANS, AND OTHER SECURED AND UNSECURED LOANS

4d Other program services (Describe in Schedule O)

(Expenses $ including grants of $) (Revenue $)

4e **Total program service expenses** ▶

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*	1		No
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2		No
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*	3	Yes	
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*	4		No
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		
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*	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		No
9	Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9	Yes	
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*	10		No
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI.*	11a	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b	Yes	
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*	11c		No
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d	Yes	
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	Yes	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a	Yes	
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*	12b		No
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		No
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		No
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*	15		No
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*	16		No
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I (see instructions)*	17		No
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		No
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*	19		No
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

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	Yes	
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	Yes	
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	Yes	
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		No
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		
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		
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		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		No
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		No
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		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	33		No
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		No
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		No
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b		No
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		
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		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response 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	**1a**	30,788			
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	**1b**	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			**1c**	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	**2a**	685			
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)			**2b**	Yes	
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			**3a**	Yes	
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation in Schedule O*			**3b**	Yes	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			**4a**		No
b	If "Yes," enter the name of the foreign country ▶ See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			**5a**		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			**5b**		No
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			**5c**		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?			**6a**		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			**6b**		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			**7a**		
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			**7b**		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			**7c**		
d	If "Yes," indicate the number of Forms 8282 filed during the year	**7d**				
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			**7e**		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			**7f**		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			**7g**		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			**7h**		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			**8**		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			**9a**		
b	Did the organization make a distribution to a donor, donor advisor, or related person?			**9b**		
10	**Section 501(c)(7) organizations.** Enter					
a	Initiation fees and capital contributions included on Part VIII, line 12	**10a**				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	**10b**				
11	**Section 501(c)(12) organizations.** Enter					
a	Gross income from members or shareholders	**11a**				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	**11b**				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			**12a**		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	**12b**				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state? **Note.** See the instructions for additional information the organization must report on Schedule O			**13a**		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	**13b**				
c	Enter the amount of reserves on hand	**13c**				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			**14a**		No
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			**14b**		

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

Check if Schedule O contains a response or note to any line in this Part VI . . . . ☑

Section A. Governing Body and Management

					Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a	9			
	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		No
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? .			3		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?			4		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets? .			5		No
6	Did the organization have members or stockholders?			6	Yes	
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	Yes	
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	Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following					
a	The governing body?			8a	Yes	
b	Each committee with authority to act on behalf of the governing body?			8b	Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*			9		No

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

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	Yes	
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	Yes	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes	
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	Yes	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
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	Yes	
13	Did the organization have a written whistleblower policy?	13	Yes	
14	Did the organization have a written document retention and destruction policy?	14	Yes	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	Yes	
b	Other officers or key employees of the organization	15b	Yes	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		No
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		

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed ►CA

18 Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection Indicate how you made these available Check all that apply

☐ Own website ☐ Another's website ☑ Upon request ☐ Other (explain in Schedule O)

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

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization
►Chris Harris 3720 Madison Avenue
North Highlands, CA 956605024 (916) 971-4554

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

Check 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, or highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
(1) DONALD HUG 2ND VICE CHAIRMAN	8 00	X		X				0	0	0
(2) JAMES JEFFERSON SECRETARY	12 00	X		X				263	0	0
(3) KATHERN GASKINS TREASURER	16 00	X		X				2,202	0	0
(4) PHILLIP MESERVE 1ST VICE CHAIRMAN	13 00	X		X				1,724	0	0
(5) RONALD SEAMAN CHAIRMAN	15 00	X		X				2,696	0	0
(6) ALICE PEREZ DIRECTOR	2 00	X						0	0	0
(7) BRYAN PEPPERS DIRECTOR (PARTIAL YEAR)	1 00	X						0	0	0
(8) HERB LONG DIRECTOR	14 00	X						426	0	0
(9) JAMES HOPP DIRECTOR	7 00	X						1,441	0	0
(10) TERRANCE TREMELLING DIRECTOR	8 00	X						1,216	0	0
(11) CHRIS HARRIS SVP/CFO	40 00			X				277,606	0	22,588
(12) DAVID ROUGHTON PRES/COO	40 00			X				467,336	0	39,036
(13) HENRY WIRZ CEO	40 00			X				438,477	0	33,878
(14) DAVID POPE SVP/CTO	40 00				X			383,643	0	36,529
(15) SHARON WHITELEY SVP/CCO	40 00				X			446,151	0	21,650
(16) BRANDI SCHAEFER SR MORTGAGE OFFICER	40 00					X		326,211	0	23,785
(17) CASEY JENKINS SR MORTGAGE OFFICER	40 00					X		226,781	0	37,042

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) Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former	(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
(18) COLLENE CRAWFORD VP, CONSUMER BANKING	40 00					X		279,022	0	34,139
(19) JAYNE ANDERSON SR MORTGAGE OFFICER	40 00					X		360,279	0	28,106
(20) VIRGINIA WADE SVP, HR	40 00					X		311,738	0	20,619

		(D)	(E)	(F)
1b	Sub-Total			
c	Total from continuation sheets to Part VII, Section A			
d	Total (add lines 1b and 1c)	3,527,212	0	297,372

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 ▶32

			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*	3		No
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*	4	Yes	
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*	5		No

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
NCR CORPORATION 14181 COLLECTIONS CENTER DR CHICAGO IL 60693	ATM EQUIPMENT & SERVICES	2,376,110
INTUITDIGITAL INSIGHT PO BOX 515306 LOS ANGELES CA 90051	ONLINE BANKING SERVICES	1,958,295
RUNYON SALTZMAN & EINHORN INC ONE CAPITAL MALL STE 400 SACRAMENTO CA 95814	PUBLIC RELATIONS/MARKETING	1,439,776
FISERV SOLUTIONS INC 4500 SW RESEARCH WAY CORVALLIS OR 97333	TECHNOLOGY/SOFTWARE	943,008
QUEST PO BOX 41039 SACRAMENTO CA 958410039	TELECOMMUNICATIONS	831,354

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 ▶51

Part VIII **Statement of Revenue**

Check 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					
f	All other contributions, gifts, grants, and similar amounts not included above 1f					
g	Noncash contributions included in lines 1a-1f $					
h	**Total.** Add lines 1a-1f . . . . ▶		0			
Program Service Revenue		Business Code				
2a	INTEREST ON LOANS TO MEMBERS	522100	48,630,076	48,630,076		
b	ATM AND DEBIT CARD FEES	522100	12,459,604	12,125,960	333,644	
c	ACCOUNT SERVICE FEES	522100	12,080,805	12,080,805		
d	GAIN ON SALE OF LOANS	522100	7,092,746	7,092,746		
e	LOAN FEES	522100	3,189,610	3,189,610		
f	All other program service revenue		2,517,521	2,501,091	16,430	0
g	**Total.** Add lines 2a–2f . . . . ▶		85,970,362			
Other Revenue						
3	Investment income (including dividends, interest, and other similar amounts) . . . . ▶		9,646,967			9,646,967
4	Income from investment of tax-exempt bond proceeds . . ▶		0			
5	Royalties . . . . ▶		0			
		(i) Real / (ii) Personal				
6a	Gross rents					
b	Less rental expenses					
c	Rental income or (loss)	(i) 0 / (ii) 0				
d	Net rental income or (loss) . . . . ▶		0			
		(i) Securities / (ii) Other				
7a	Gross amount from sales of assets other than inventory	(ii) 395,184				
b	Less cost or other basis and sales expenses	(ii) 377,197				
c	Gain or (loss)	(i) 0 / (ii) 17,987				
d	Net gain or (loss) . . . . ▶		17,987			17,987
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 . . ▶		0			
9a	Gross income from gaming activities See Part IV, line 19 . . . a					
b	Less direct expenses . . . b					
c	Net income or (loss) from gaming activities . . . ▶		0			
10a	Gross sales of inventory, less returns and allowances . a					
b	Less cost of goods sold . . b					
c	Net income or (loss) from sales of inventory . . ▶		0			
	Miscellaneous Revenue	Business Code				
11a	OTHER NON-INTEREST INCOME	522100	1,172,035	1,172,035		
b	SHARED BRANCH FEES	522100	304,168		304,168	
c			0			
d	All other revenue		0	0	0	0
e	**Total.** Add lines 11a–11d . . . . ▶		1,476,203			
12	**Total revenue.** See Instructions . . . . . ▶		97,111,519	86,792,323	654,242	9,664,954

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	263,233			
2 Grants and other assistance to individuals in the United States See Part IV, line 22	10,000			
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	6,443,281			
5 Compensation of current officers, directors, trustees, and key employees	2,176,863			
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	26,908,658			
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	1,787,468			
9 Other employee benefits	4,252,192			
10 Payroll taxes	2,409,926			
11 Fees for services (non-employees)				
a Management				
b Legal	383,212			
c Accounting	134,138			
d Lobbying				
e Professional fundraising services See Part IV, line 17	0			
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)	1,566,332			
12 Advertising and promotion	2,084,496			
13 Office expenses	5,005,025			
14 Information technology	8,550,615			
15 Royalties . .				
16 Occupancy	3,653,550			
17 Travel	270,735			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	324,693			
20 Interest	70,914			
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	2,989,681			
23 Insurance	237,111			
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)				
a PROVISION FOR LOAN LOSSES	3,397,845			
b LOAN SERVICING EXPENSE	2,205,939			
c NCUSIF EXPENSE	1,400,994			
d LOSS ON IMPAIRMENT OF PROPERTY	4,255,429			
e All other expenses	2,660,307			
25 **Total functional expenses.** Add lines 1 through 24e	83,442,637	0	0	0
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check 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		203,643,924	1	170,853,836
	2	Savings and temporary cash investments			2	
	3	Pledges and grants receivable, net			3	
	4	Accounts receivable, net			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		0	5	0
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		0	6	0
	7	Notes and loans receivable, net		968,805,922	7	1,093,917,417
	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 92,742,566			
	b	Less accumulated depreciation	10b 41,112,272	34,522,460	10c	51,630,294
	11	Investments—publicly traded securities			11	
	12	Investments—other securities See Part IV, line 11		579,769,000	12	568,593,950
	13	Investments—program-related See Part IV, line 11		0	13	0
	14	Intangible assets		13,282,009	14	13,282,009
	15	Other assets See Part IV, line 11		106,170,682	15	106,426,596
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		1,906,193,997	16	2,004,704,102
Liabilities	17	Accounts payable and accrued expenses		12,648,462	17	13,492,309
	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		1,550,000	21	2,299,000
	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		0	22	0
	23	Secured mortgages and notes payable to unrelated third parties			23	
	24	Unsecured notes and loans payable to unrelated third parties			24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		1,696,128,188	25	1,791,612,923
	26	**Total liabilities.** Add lines 17 through 25		1,710,326,650	26	1,807,404,232
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets			27	
	28	Temporarily restricted net assets			28	
	29	Permanently restricted net assets			29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☑ 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		195,867,347	32	197,299,870
	33	Total net assets or fund balances		195,867,347	33	197,299,870
	34	Total liabilities and net assets/fund balances		1,906,193,997	34	2,004,704,102

Part XI Reconcilliation of Net Assets

Check 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	97,111,519
2	Total expenses (must equal Part IX, column (A), line 25)	2	83,442,637
3	Revenue less expenses Subtract line 2 from line 1	3	13,668,882
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	195,867,347
5	Net unrealized gains (losses) on investments	5	-12,236,359
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	197,299,870

Part XII Financial Statements and Reporting

Check 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 ☐ Cash ☑ Accrual ☐ Other ________ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		No
	If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
	If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☑ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	Yes	
	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?	3a		No
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	3b		

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

► Complete if the organization is described below. ► Attach to Form 990 or Form 990-EZ.
► See separate instructions. ► Information about Schedule C (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

If the organization answered "Yes" to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then
- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations Complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations Complete Part I-A only

If the organization answered "Yes" to Form 990, Part IV, Line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then
- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered "Yes" to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then
- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of the organization	Employer identification number
SAFE CREDIT UNION	94-1179501

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

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV

2 Political expenditures ► $ 34,200

3 Volunteer hours 0

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

1 Enter the amount of any excise tax incurred by the organization under section 4955 ► $

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ► $

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV

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

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ► $ 34,200

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ► $ 0

3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b ► $ 34,200

4 Did the filing organization file **Form 1120-POL** for this year? ☑ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

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

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

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	**(a)** Filing organization's totals	**(b)** Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount Enter the amount from the following table in both columns		

If the amount on line 1e, column (a) or (b) is:	**The lobbying nontaxable amount is:**
Not over $500,000	20% of the amount on line 1e
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000
Over $17,000,000	$1,000,000

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a If zero or less, enter -0-		
i Subtract line 1f from line 1c If zero or less, enter -0-		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ **Yes** ☐ **No**

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	**(a)** 2010	**(b)** 2011	**(c)** 2012	**(d)** 2013	**(e)** Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

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

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

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

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

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

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

Part IV **Supplemental Information**

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

Return Reference	Explanation
Schedule C, Part I-A, Line 1, Description of political campaign activities	SAFE IS A COMMUNITY-BASED CREDIT UNION THAT HAS SIGNIFICANT INTERFACE WITH THE LOCAL, STATE, AND FEDERAL GOVERNMENT OFFICIALS AND ENTITIES WE PARTICIPATE IN THE POLITICAL PROCESS SO WE HAVE AN OPPORTUNITY TO PROVIDE INPUT ON LEGISLATION THAT AFFECTS CREDIT UNIONS

Part IV Supplemental Information ***(continued)***

Return Reference	Explanation

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b
▶ Attach to Form 990. ▶ See separate instructions. ▶ Information about Schedule D (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
SAFE CREDIT UNION

Employer identification number
94-1179501

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

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

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

1 Purpose(s) of conservation easements held by the organization (check all that apply)
- ☐ Preservation of land for public use (e g , recreation or education)
- ☐ Preservation of an historically important land area
- ☐ Protection of natural habitat
- ☐ Preservation of a certified historic structure
- ☐ Preservation of open space

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

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

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

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

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

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

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

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

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

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

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

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

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

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

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

b Assets included in Form 990, Part X ▶ $ ________

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

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

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

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

5 During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

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

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☑ Yes ☐ No

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

			Amount
c	Beginning balance	1c	369,107,716
d	Additions during the year	1d	268,971,719
e	Distributions during the year	1e	66,493,893
f	Ending balance	1f	571,585,542

2a Did the organization include an amount on Form 990, Part X, line 21? ☑ Yes ☐ No

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

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

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

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

a Board designated or quasi-endowment ▶

b Permanent endowment ▶

c Temporarily restricted endowment ▶

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

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

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

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

Part VI Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		11,270,877		11,270,877
b Buildings		42,970,611	10,700,888	32,269,723
c Leasehold improvements		3,152,551	2,550,784	601,767
d Equipment		35,348,527	27,860,600	7,487,927
e Other				0
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				51,630,294

Part VII Investments—Other Securities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives	0	
(2) Closely-held equity interests	0	
(3) Other (A) AVAILABLE FOR SALE SECURITIES	559,061,878	F
(B) OTHER INVESTMENTS	9,532,072	F
Total. *(Column (b) must equal Form 990, Part X, col (B) line 12)* ▶	568,593,950	

Part VIII Investments—Program Related. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. *(Column (b) must equal Form 990, Part X, col (B) line 13)* ▶		

Part IX Other Assets. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11d See Form 990, Part X, line 15

(a) Description	(b) Book value
(1) LOANS HELD FOR SALE	9,976,483
(2) ACCRUED INTEREST RECEIVABLE	6,251,276
(3) SHARE INSURANCE DEPOSITS	17,512,421
(4) OTHER ASSETS	72,686,416
Total. *(Column (b) must equal Form 990, Part X, col.(B) line 15.)* . . . . ▶	106,426,596

Part X Other Liabilities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1 (a) Description of liability	(b) Book value
Federal income taxes	0
MEMBER SHARE ACCOUNTS	1,786,611,645
PUBLIC UNIT SHARES	5,001,278
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25)* ▶	1,791,612,923

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

Part XI **Reconciliation of Revenue per Audited Financial Statements With Revenue per Return** Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements			1	84,875,160
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains on investments	2a	-12,236,359		
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII)	2d	0		
e	Add lines **2a** through **2d**			2e	-12,236,359
3	Subtract line **2e** from line **1**			3	97,111,519
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b	0		
c	Add lines **4a** and **4b**			4c	0
5	Total revenue Add lines **3** and **4c.** (This must equal Form 990, Part I, line 12)			5	97,111,519

Part XII **Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements			1	83,442,637
2	Amounts included on line 1 but not on Form 990, Part IX, line 25				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII)	2d	0		
e	Add lines **2a** through **2d**			2e	0
3	Subtract line **2e** from line **1**			3	83,442,637
4	Amounts included on Form 990, Part IX, line 25, but not on line **1:**				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b	0		
c	Add lines **4a** and **4b**			4c	0
5	Total expenses Add lines **3** and **4c.** (This must equal Form 990, Part I, line 18)			5	83,442,637

Part XIII **Supplemental Information**

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

Return Reference	Explanation
Schedule D, Part IV, Line 1b, Agent, trustee, custodian, or other intermediary arrangement	THE CREDIT UNION SERVES AS CUSTODIAN FOR ASSETS WHICH ARE NOT INCLUDED ON THE BALANCE SHEET
Schedule D, Part IV, Line 2b, Explanation of escrow agreement	THE CREDIT UNION HOLDS FUNDS IN ESCROW TO PAY REAL ESTATE TAXES AND INSURANCE ON BEHALF OF ITS MORTGAGE LOAN MEMBERS
Schedule D, Part X, Line 2, FIN 48 (ASC 740) footnote	THE CREDIT UNION IS EXEMPT, BY STATUTE, FROM FEDERAL INCOME TAXES THE CREDIT UNION IS A STATE-CHARTERED CREDIT UNION DESCRIBED IN INTERNAL REVENUE CODE (IRC) SECTION 501(C)(14) AS SUCH, THE CREDIT UNION IS EXEMPT FROM FEDERAL TAXATION OF INCOME DERIVED FROM THE PERFORMANCE OF ACTIVITIES THAT ARE IN FURTHERANCE OF ITS EXEMPT PURPOSES FASB CODIFICATION TOPIC 740, INCOME TAXES, PROVIDES GUIDANCE FOR HOW UNCERTAIN TAX POSITIONS SHOULD BE RECOGNIZED, MEASURED, DISCLOSED AND PRESENTED IN THE FINANCIAL STATEMENTS THIS REQUIRES THE EVALUATION OF TAX POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN THE COURSE OF PREPARING THE CREDIT UNION'S TAX RETURNS TO DETERMINE WHETHER THE TAX POSITIONS ARE MORE LIKELY THAN NOT TO BE SUSTAINED "WHEN CHALLENGED" OR "WHEN EXAMINED" BY THE APPLICABLE TAX AUTHORITY TAX POSITIONS NOT DEEMED TO MEET THE MORE-LIKELY-THAN-NOT THRESHOLD WOULD BE RECORDED AS A TAX EXPENSE AND LIABILITY IN THE CURRENT YEAR FOR THE YEARS ENDED DECEMBER 31, 2013 AND 2012, MANAGEMENT HAS DETERMINED THAT THERE ARE NO MATERIAL UNCERTAIN TAX POSITIONS

Part XIII Supplemental Information *(continued)*

Return Reference	Explanation

Schedule I (Form 990)

Department of the Treasury
Internal Revenue Service

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

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990
▶ Information about Schedule I (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
SAFE CREDIT UNION

Employer identification number
94-1179501

Part I General Information on Grants and Assistance

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

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

Part II Grants and Other Assistance to Governments and Organizations in the United States.

Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Additional Data Table							

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table . . . . . ▶ 11

3 Enter total number of other organizations listed in the line 1 table . . . . . ▶ 2

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
(1) STUDENT SCHOLARSHIPS	10	10,000			

Part IV **Supplemental Information.** Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
Schedule I, Part I, Line 2, Procedures for monitoring use of grant funds	COMMUNITY DONATIONS AND CONTRIBUTIONS ARE REVIEWED AND APPROVED BY SAFE'S EXECUTIVE MANAGEMENT PRIOR TO DISBURSEMENT ALL DONATIONS AND CONTRIBUTIONS ARE REPORTED TO SAFE'S BOARD OF DIRECTORS ON A MONTHLY BASIS FOR THEIR REVIEW AND APPROVAL
Schedule I, Part II, Column H, Purpose of grant or assistance	UC DAVIS MEDICAL SCHOOL, 94-6036494 SPONSORSHIP OF UC DAVIS STUDENT SCHOLARSHIPS AND PARTICIPATION IN OTHER FUNDRAISING EVENTS ,THE FIRST TEE OF GREATER SACRAMENTO, 68-0023502 SUPPORT FOR PROGRAM WHICH TEACHES CHILDREN THE PRINCIPLES/VALUES OF LIFE THROUGH GOLF,

Additional Data

Software ID: 13000248
Software Version: 2013v3.1
EIN: 94-1179501
Name: SAFE CREDIT UNION

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

(a) Name and address of organization or government	**(b)** EIN	**(c)** IRC Code section if applicable	**(d)** Amount of cash grant	**(e)** Amount of non-cash assistance	**(f)** Method of valuation (book, FMV, appraisal, other)	**(g)** Description of non-cash assistance	**(h)** Purpose of grant or assistance
UC DAVIS MEDICAL SCHOOL 4900 BROADWAY STE 115 SACRAMENTO,CA 95820	94-6036494	501(C)(3)	35,135				SPONSORSHIP OF UC DAVIS STUDENT SCHOLARSHIPS AND PARTICIPATION IN OTHER FUNDRAISING EVENTS
AEROSPACE MUSEUM OF CALIFORNIA 3200 FREEDOM PARK DR MCCLELLAN,CA 95662	94-2831253	501(C)(3)	29,312				SPONSORSHIP AND SUPPORT OF COMMUNITY-RELATED PROGRAMS
NEXTED ONE CAPITAL MALL SUITE 300 SACRAMENTO,CA 95814	68-0287387	501(C)(3)	10,750				SUPPORT OF REGIONAL EDUCATION AND ECONOMIC GROWTH EFFORTS
SACRAMENTO COUNTY OFFICE OF EDUCATION PO BOX 269003 SACRAMENTO,CA 95826	94-6002536	GOVERNMENT	10,500				SUPPORT OF LOCAL HIGH SCHOOL SCHOLARSHIPS
CALIFORNIA CAPITAL AIRSHOW 6900 AIRPORT BLVD SACRAMENTO,CA 95837	74-3212900	501(C)(3)	10,000				SUPPORT OF ANNUAL AIRSHOW
ESKATON FOUNDATION 5105 MANZANITA AVE CARMICHAEL,CA 95608	68-0227233	501(C)(3)	10,000				SPONSORSHIP OF LOCAL HEALTHCARE EVENTS AND FUNDRAISERS
SUTTER ROSEVILLE MEDICAL CENTER FOUNDATION 2800 L STREET STE 620 SACRAMENTO,CA 95816	68-0040113	501(C)(3)	10,000				SPONSORSHIP OF LOCAL HEALTHCARE EVENTS AND FUNDRAISERS
THE FIRST TEE OF GREATER SACRAMENTO 3649 FULTON AVE SACRAMENTO,CA 95821	68-0023502	501(C)(3)	10,000				SUPPORT FOR PROGRAM WHICH TEACHES CHILDREN THE PRINCIPLES/VALUES OF LIFE THROUGH GOLF
EDUCATION FOUNDATION FOR AEROSPACE PO BOX 2326 CITRUS HEIGHTS,CA 95610	43-1988851	501(C)(3)	10,000				SUPPORT FOR AFA WINGS OF HOPE SCHOLARSHIPS AND EDUCTATIONAL EVENTS
AMERICAN CANCER SOCIETY 1765 CHALLENGE WAY 115 SACRAMENTO,CA 95615	13-1788491	501(C)(3)	8,500	1,072	FAIR MARKET VALUE	GIFT BASKETS FOR LOCAL RELAY FOR LIFE EVENT	SUPPORT FOR LOCAL RELAY FOR LIFE EVENT

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

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UCP OF GREATER SACRAMENTO 4350 AUBURN BLVD SACRAMENTO,CA 95841	26-3279530	501(C)(3)	8,000				PROGRAM SUPPORT FOR ADULTS AND CHILDREN WITH DEVELOPMENTAL DISABILITIES
TWIN RIVERS SCHOOL DISTRICT 3222 WINONA WAY NORTH HIGHLANDS,CA 95660	26-1773196	GOVERNMENT	6,000				SUPPORT FOR LOCAL HIGH SCHOOLS
SACRAMENTO REGION COMMUNITY FOUNDATION 955 UNIVERSITY AVE SUITE A SACRAMENTO,CA 95825	94-2891517	501(C)(3)	5,848				SUPPORT AND COORDINATION OF COMMUNITY PHILANTHROPIC ACTIVITIES

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Schedule J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule J (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
SAFE CREDIT UNION

Employer identification number
94-1179501

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropiate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items ☐ First-class or charter travel ☑ Travel for companions ☐ Tax idemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☑ Health or social club dues or initiation fees ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	**1b**	Yes	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	**2**	Yes	
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III ☐ Compensation committee ☑ Independent compensation consultant ☑ Form 990 of other organizations ☐ Written employment contract ☑ Compensation survey or study ☑ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization			
a	Receive a severance payment or change-of-control payment?	**4a**		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	**4b**	Yes	
c	Participate in, or receive payment from, an equity-based compensation arrangement? If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III	**4c**		No
	Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	**5a**		
b	Any related organization? If "Yes," to line 5a or 5b, describe in Part III	**5b**		
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of			
a	The organization?	**6a**		
b	Any related organization? If "Yes," to line 6a or 6b, describe in Part III	**6b**		
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	**7**		
8	Were any amounts reported in Form 990, Part VII, paid or accured pursuant to a contract that was subject to the initial contract exception described in Regulations section 53 4958-4(a)(3)? If "Yes," describe in Part III	**8**		
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	**9**		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title		**(B)** Breakdown of W-2 and/or 1099-MISC compensation			**(C)** Retirement and other deferred compensation	**(D)** Nontaxable benefits	**(E)** Total of columns (B)(i)-(D)	**(F)** Compensation reported as deferred in prior Form 990
		(i) Base compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
See Additional Data Table								

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II
Also complete this part for any additional information

Return Reference	Explanation
Schedule J, Part I, Line 1a, Travel for companions	BENEFITS TO INTERESTED PERSONS INCLUDES TRAVEL-RELATED EXPENSES FOR THE SPOUSES OF THE BOARD DIRECTORS WHO ARE ATTENDING CREDIT UNION AND FINANCIAL SERVICES INDUSTRY CONFERENCES OR EVENTS THE FOLLOWING DIRECTORS RECEIVED THIS BENEFIT AND WERE ISSUED A 1099-MISC 1 RONALD SEAMAN - $2,696 2 KATHERN GASKINS - $2,202 3 PHILLIP MESERVE - $1,724 4 TERRANCE TREMELLING - $1216 5 JAMES HOPP- $1,441
Schedule J, Part I, Line 1a, Health or social club dues or initiation fees	SAFE PAYS THE MEMBERSHIP DUES TO LOCAL SOCIAL CLUB FOR ITS CEO
Schedule J, Part I, Line 4b, Supplemental nonqualified retirement plan	1 THE CREDIT UNION'S PRESIDENT/COO, DAVID ROUGHTON, HAS A SERP IN WHICH THE CREDIT UNION PAYS A RETIREMENT BENEFIT TO THE EXECUTIVE IF CERTAIN REQUIREMENTS ARE MET THE RETIREMENT BENEFIT IS TREATED AS ANNUAL COMPENSATION, WHICH IS SUBJECT TO INCOME TAX AND IS INCLUDED IN OTHER REPORTABLE COMPENSATION IN SCHEDULE J, PART II THE ANNUAL AMOUNT PAID IN 2013 IS $152,176 3 THE CREDIT UNION'S SVP/CFO, CHRIS HARRIS, HAS A SERP IN WHICH THE CREDIT UNION PAYS A RETIREMENT BENEFIT TO THE EXECUTIVE IF CERTAIN REQUIREMENTS ARE MET THE RETIREMENT BENEFIT IS TREATED AS ANNUAL COMPENSATION, WHICH IS SUBJECT TO INCOME TAX AND IS INCLUDED IN OTHER REPORTABLE COMPENSATION IN SCHEDULE J, PART II THE ANNUAL AMOUNT PAID IN 2013 IS $75,001 4 THE CREDIT UNION'S SVP/CTO, DAVID POPE, HAS A SERP IN WHICH THE CREDIT UNION PAYS A RETIREMENT BENEFIT TO THE EXECUTIVE IF CERTAIN REQUIREMENTS ARE MET THE RETIREMENT BENEFIT IS TREATED AS ANNUAL COMPENSATION, WHICH IS SUBJECT TO INCOME TAX AND IS INCLUDED IN OTHER REPORTABLE COMPENSATION IN SCHEDULE J, PART II THE ANNUAL AMOUNT PAID IN 2013 IS $145,202 5 THE CREDIT UNION'S SVP/CCO, SHARON WHITELEY, HAS A SERP IN WHICH THE CREDIT UNION PAYS A RETIREMENT BENEFIT TO THE EXECUTIVE IF CERTAIN REQUIREMENTS ARE MET THE RETIREMENT BENEFIT IS TREATED AS ANNUAL COMPENSATION, WHICH IS SUBJECT TO INCOME TAX AND IS INCLUDED IN OTHER REPORTABLE COMPENSATION IN SCHEDULE J, PART II THE ANNUAL AMOUNT PAID IN 2013 IS $208,000 6 THE CREDIT UNION'S SVP,HR, VIRGINIA WADE, HAS A SERP IN WHICH THE CREDIT UNION PAYS A RETIREMENT BENEFIT TO THE EXECUTIVE IF CERTAIN REQUIREMENTS ARE MET THE RETIREMENT BENEFIT IS TREATED AS ANNUAL COMPENSATION, WHICH IS SUBJECT TO INCOME TAX AND IS INCLUDED IN OTHER REPORTABLE COMPENSATION IN SCHEDULE J, PART II THE ANNUAL AMOUNT PAID IN 2013 IS $131,802
SCHEDULE J, PART I, LINE 1B, POLICY ON REIMBURSEMENT	THE BUSINESS PURPOSE OF THIS MEMBERSHIP IS TO FACILITATE EVENTS FOR THE CREDIT UNION'S CEO AND BUSINESS ASSOCIATES MEMBERSHIP DUES ARE INVOICED DIRECTLY TO SAFE ON A MONTHLY BASIS AND APPROVED IN ACCORDANCE WITH COMPANY EXPENSE POLICIES

Additional Data

Software ID: 13000248
Software Version: 2013v3.1
EIN: 94-1179501
Name: SAFE CREDIT UNION

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation (i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other compensation	(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
JAYNE ANDERSON SR MORTGAGE OFFICER	(i)	358,979	1,300	0	20,400	7,706	388,385	0
	(ii)	0	0	0	0	0	0	0
VIRGINIA WADE SVP, HR	(i)	160,020	19,916	131,802	14,076	6,543	332,357	0
	(ii)	0	0	0	0	0	0	0
SHARON WHITELEY SVP/CCO	(i)	213,294	24,857	208,000	18,657	2,993	467,801	0
	(ii)	0	0	0	0	0	0	0
CHRIS HARRIS SVP/CFO	(i)	183,020	19,585	75,001	14,680	7,908	300,194	0
	(ii)	0	0	0	0	0	0	0
DAVID ROUGHTON PRES/COO	(i)	273,827	30,569	162,940	20,400	18,636	506,372	0
	(ii)	0	0	0	0	0	0	0
BRANDI SCHAEFER SR MORTGAGE OFFICER	(i)	325,011	1,200	0	20,400	3,385	349,996	0
	(ii)	0	0	0	0	0	0	0
DAVID POPE SVP/CTO	(i)	210,994	27,447	145,202	18,074	18,455	420,172	0
	(ii)	0	0	0	0	0	0	0
HENRY WIRZ CEO	(i)	418,207	11,000	9,270	20,400	13,478	472,355	0
	(ii)	0	0	0	0	0	0	0
CASEY JENKINS SR MORTGAGE OFFICER	(i)	225,766	1,015	0	18,608	18,434	263,823	0
	(ii)	0	0	0	0	0	0	0
COLLENE CRAWFORD VP, CONSUMER BANKING	(i)	151,909	127,113	0	20,400	13,739	313,161	0
	(ii)	0	0	0	0	0	0	0

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SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

Name of the organization
SAFE CREDIT UNION

Employer identification number
94-1179501

Return Reference	Explanation
FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES	FINANCIAL PLANNING SERVICES, INSURANCE PRODUCTS AND THE PARTICIPATION IN MANY COMMUNITY-RELATED EVENTS AND SUPPORT OF NON-PROFIT ORGANIZATIONS

Return Reference	Explanation
Form 990, Part VI, Sec A, Line 6, Classes of members or stockholders	THE CREDIT UNION'S MEMBERS HAVE RIGHTS TO ELECT THE MEMBERS OF THE GOVERNING BODY THE CREDIT UNION'S MEMBERS ALSO RECEIVE A SHARE OF THE ORGANIZATION'S PROFITS IN THE FORM OF CASH DIVIDENDS

Return Reference	Explanation
Form 990, Part VI, Sec A, Line 7a, Members or stockholders electing members of governing body	MEMBERS OF THE CREDIT UNION HAVE THE RIGHT TO ELECT ONE OR MORE MEMBERS OF THE ORGANIZATION'S GOVERNING BODY, WHETHER PERIODICALLY, OR AS VACANCIES ARISE, OR OTHERWISE.

Return Reference	Explanation
Form 990, Part VI, Sec A, Line 7b, Decisions requiring approval by members or stockholders	MEMBERS OF THE CREDIT UNION HAVE THE RIGHT TO APPROVE THE GOVERNING BODY'S ELECTION AND REMOVAL OF MEMBERS OF THE GOVERNING BODY, AS WELL AS OTHER MATTERS THAT ARE SUBJECT TO THE APPROVAL OF MEMBERS OF THE CREDIT UNION AS THEY OCCUR

Return Reference	Explanation
Form 990, Part VI, Sec B, Line 11b, Review of form 990 by governing body	PREPARATION OF THE FORM 990 IS COORDINATED THROUGH THE COMPANY'S FINANCE DEPARTMENT AND TAX PREPARER INFORMATION IS REQUESTED FROM AND GATHERED BY SEVERAL FUNCTIONAL AREAS AND EXECUTIVE MANAGEMENT TO ASSIST IN THE COMPLETION OF THE FORM THROUGHOUT THE PROCESS, QUESTIONS ARE DISCUSSED WITH THE TAX PREPARER AND RESOLUTIONS ARE INCORPORATED INTO THE RETURN AS APPROPRIATE ONCE COMPLETED, EXECUTIVE MANAGEMENT REVIEWS THE FORM FOR ACCURACY AND REASONABLENESS THE COMPLETED FORM IS THEN PRESENTED TO THE BOARD OF DIRECTORS FOR THEIR REVIEW PRIOR TO FILING ANY QUESTIONS OR ISSUES RAISED BY THE BOARD ARE ADDRESSED AND APPROVED PRIOR TO SUBMISSION TO THE IRS

Return Reference	Explanation
Form 990, Part VI, Sec B, Line 12c, Conflict of interest policy	ANY INSTANCES OF A CONFLICT OF INTEREST THAT MANAGEMENT BECOMES AWARE OF IS ESCALATED TO THE SVP OF HUMAN RESOURCES, THE CEO AND/OR PRESIDENT AN INVESTIGATION WOULD BE CONDUCTED TO GATHER ALL THE FACTS THOSE FACTS WOULD BE USED TO DETERMINE THE APPROPRIATE ACTIONS THAT ARE WARRANTED SAFE ALSO HAS A FORMAL PROCEDURE THAT PROVIDES EMPLOYEES OF SAFE A MEANS OF REPORTING ANY COMPLAINT OR INAPPROPRIATE ACTIVITIES DIRECTLY TO THE SUPERVISORY COMMITTEE OR DIRECTLY TO OUR REGULATOR, THE CALIFORNIA DEPARTMENT OF FINANCIAL INSTITUTIONS LASTLY, SAFE'S INTERNAL CONTROL STRUCTURE IS DOCUMENTED, REVIEWED AN UPDATED ANNUALLY BY MANAGEMENT AND TESTED BY ITS EXTERNAL AUDITORS INTERNAL CONTROLS ARE A VITAL PART OF HELPING TO DETECT CONFLICTS OR INAPPROPRIATE ACTIVITY WITHIN THE ORGANIZATION

Return Reference	Explanation
Form 990, Part VI, Sec B, Line 15a, Process to establish compensation of top management official	IN 2011, A COMPREHENSIVE COMPENSATION STUDY WAS CONDUCTED WITH A COMPENSATION CONSULTANT ALONG WITH COMPENSATION SOFTWARE CONTAINING DATA FROM MULTIPLE MARKET SURVEYS IN ADDITION, EACH YEAR OUR THIRD PARTY VENDOR UPDATES COMPENSATION RANGES WITH CURRENT MARKET DATA BASED ON POSITIONS AND GRADES, AND ADJUSTMENTS ARE MADE AS NEEDED THIS PROCESS AFFECTS ALL LEVELS AND POSITIONS WITHIN THE ORGANIZATION FOR THE CEO POSITION, ADDITIONAL EXECUTIVE COMPENSATION SURVEYS ARE REVIEWED BY THE EXECUTIVE COMMITTEE OF THE BOARD AND ARE USED FOR COMPARISON PURPOSES TO ENSURE THAT COMPETITIVE, MARKET BASED RANGES ARE IN PLACE

Return Reference	Explanation
Form 990, Part VI, Sec B, Line 15b, Process to establish compensation of other employees	IN 2011, A COMPREHENSIVE COMPENSATION STUDY WAS CONDUCTED WITH A COMPENSATION CONSULTANT ALONG WITH COMPENSATION SOFTWARE CONTAINING DATA FROM MULTIPLE MARKET SURVEYS IN ADDITION, EACH YEAR OUR THIRD PARTY VENDOR UPDATES COMPENSATION RANGES WITH CURRENT MARKET DATA BASED ON POSITIONS AND GRADES, AND ADJUSTMENTS ARE MADE AS NEEDED THIS PROCESS AFFECTS ALL LEVELS AND POSITIONS WITHIN THE ORGANIZATION

Return Reference	Explanation
Form 990, Part VI, Sec C, Line 19, Required documents available to the public	GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICIES ARE NOT MADE AVAILABLE TO THE PUBLIC ANNUAL REPORTS CONTAINING FINANCIAL RESULTS FOR THE LAST TWO FISCAL YEARS ARE PROVIDED AT ANNUAL MEETINGS AND ARE AVAILABLE ELECTRONICALLY ON SAFE'S WEBSITE COMPLETE AUDITED FINANCIAL STATEMENTS ARE ALSO PROVIDED ON THE COMPANY'S WEBSITE ANNUALLY LASTLY, SAFE'S REGULATORY 5300 CALL REPORTS ARE FILED QUARTERLY AND ARE AVAILABLE TO THE PUBLIC VIA NCUA'S WEBSITE