

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: JUN 06 2008

ISKY EDUCATION FUND  
6930 CARROLL AVE STE 1000  
TAKOMA PARK, MD 20912

Employer Identification Number:  
26-1150699  
DLN:  
17053352316007  
Contact Person:  
LOUIS F JOHNSON ID# 95135  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
September 30  
Public Charity Status:  
170(b)(1)(A)(vi)  
Form 990 Required:  
YES  
Effective Date of Exemption:  
September 5, 2007  
Contribution Deductibility:  
YES  
Advance Ruling Ending Date:  
September 30, 2011  
Addendum Applies:  
NO

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. During your advance ruling period, you will be treated as a public charity. Your advance ruling period begins with the effective date of your exemption and ends with advance ruling ending date shown in the heading of the letter.

Shortly before the end of your advance ruling period, we will send you Form 8734, Support Schedule for Advance Ruling Period. You will have 90 days after the end of your advance ruling period to return the completed form. We will then notify you, in writing, about your public charity status.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 1045 (DO/CG)

ISKY EDUCATION FUND

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert Choi". The signature is fluid and cursive, with the first name "Robert" and last name "Choi" clearly distinguishable.

Robert Choi  
Director, Exempt Organizations  
Rulings and Agreements

Enclosures: Publication 4221-PC  
Statute Extension

# HARMON, CURRAN, SPIELBERG & EISENBERG, LLP

1726 M Street, NW, Suite 600 Washington, DC 20036

(202) 328-3500 (202) 328-6918 fax

**Sent via Certified Mail**

December 13, 2007

Internal Revenue Service  
P.O. Box 192  
Covington, KY 41012-0192

**Re: Form 1023 for 1Sky Education Fund  
Employer ID # 26- 1150699**

Dear Madam/Sir:

Enclosed please find Form 1023, Application for Recognition of Exemption under Section 501(c)(3), filed on behalf of 1Sky Education Fund. Also enclosed are a duly executed Power of Attorney form (Form 2848), a duly executed Form 5768, and a check for \$750 to cover the user fee.

If you have any questions, please contact me at (202) 328-3500.

Sincerely,

A handwritten signature in black ink, appearing to read 'Elizabeth Kingsley', with a stylized flourish at the end.

Elizabeth Kingsley

# Form 1023 Checklist

(Revised June 2006)

## Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code

**Note.** Retain a copy of the completed Form 1023 in your permanent records. Refer to the General Instructions regarding Public Inspection of approved applications.

**Check each box to finish your application (Form 1023). Send this completed Checklist with your filled-in application. If you have not answered all the items below, your application may be returned to you as incomplete.**

- ☒ Assemble the application and materials in this order:
- Form 1023 Checklist
  - Form 2848, *Power of Attorney and Declaration of Representative* (if filing)
  - Form 8821, *Tax Information Authorization* (if filing)
  - Expedite request (if requesting)
  - Application (Form 1023 and Schedules A through H, as required)
  - Articles of organization
  - Amendments to articles of organization in chronological order
  - Bylaws or other rules of operation and amendments
  - Documentation of nondiscriminatory policy for schools, as required by Schedule B
  - Form 5768, *Election/Revocation of Election by an Eligible Section 501(c)(3) Organization To Make Expenditures To Influence Legislation* (if filing)
  - All other attachments, including explanations, financial data, and printed materials or publications. Label each page with name and EIN.
- ☒ User fee payment placed in envelope on top of checklist. DO NOT STAPLE or otherwise attach your check or money order to your application. Instead, just place it in the envelope.
- ☒ Employer Identification Number (EIN)
- ☒ Completed Parts I through XI of the application, including any requested information and any required Schedules A through H.
- You must provide specific details about your past, present, and planned activities.
  - Generalizations or failure to answer questions in the Form 1023 application will prevent us from recognizing you as tax exempt.
  - Describe your purposes and proposed activities in specific easily understood terms.
  - Financial information should correspond with proposed activities.
- ☒ Schedules. Submit only those schedules that apply to you and check either "Yes" or "No" below.
- |            |                                                |            |                                                |
|------------|------------------------------------------------|------------|------------------------------------------------|
| Schedule A | Yes ___ No <input checked="" type="checkbox"/> | Schedule E | Yes ___ No <input checked="" type="checkbox"/> |
| Schedule B | Yes ___ No <input checked="" type="checkbox"/> | Schedule F | Yes ___ No <input checked="" type="checkbox"/> |
| Schedule C | Yes ___ No <input checked="" type="checkbox"/> | Schedule G | Yes ___ No <input checked="" type="checkbox"/> |
| Schedule D | Yes ___ No <input checked="" type="checkbox"/> | Schedule H | Yes ___ No <input checked="" type="checkbox"/> |

- ☒ An exact copy of your complete articles of organization (creating document). Absence of the proper purpose and dissolution clauses is the number one reason for delays in the issuance of determination letters.
- Location of Purpose Clause from Part III, line 1 (Page, Article and Paragraph Number) Page 1, Article THIRD
  - Location of Dissolution Clause from Part III, line 2b or 2c (Page, Article and Paragraph Number) or by operation of state law Page 2, Article SIXTH, Paragraph 5
- ☒ Signature of an officer, director, trustee, or other official who is authorized to sign the application.
- Signature at Part XI of Form 1023.
- ☒ Your name on the application must be the same as your legal name as it appears in your articles of organization.

Send completed Form 1023, user fee payment, and all other required information, to:

Internal Revenue Service  
P.O. Box 192  
Covington, KY 41012-0192

If you are using express mail or a delivery service, send Form 1023, user fee payment, and attachments to:

Internal Revenue Service  
201 West Rivercenter Blvd.  
Attn: Extracting Stop 312  
Covington, KY 41011



**Power of Attorney  
and Declaration of Representative**

► Type or print. ► See the separate instructions.

OMB No. 1545-0150  
For IRS Use Only  
Received by: \_\_\_\_\_  
Name \_\_\_\_\_  
Telephone \_\_\_\_\_  
Function \_\_\_\_\_  
Date \_\_\_\_/\_\_\_\_/\_\_\_\_

**Part I Power of Attorney**

**Caution:** Form 2848 will not be honored for any purpose other than representation before the IRS.

**1 Taxpayer information.** Taxpayer(s) must sign and date this form on page 2, line 9.

Taxpayer name(s) and address  1Sky Education Fund 6930 Carroll Avenue Takoma Park, MD 20912	Social security number(s) _____ _____ _____	Employer identification number  26 1150699
	Daytime telephone number ( 202 ) 446-8811	Plan number (if applicable)

hereby appoint(s) the following representative(s) as attorney(s)-in-fact:

**2 Representative(s) must sign and date this form on page 2, Part II.**

Name and address Elizabeth Kingsley 1726 M St, NW, Suite 600 Washington, DC 20036	CAF No. 2605-82895R Telephone No. (202) 328-3500 Fax No. (202) 328-6918 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address John Pomeranz 1726 M St, NW, Suite 600 Washington, DC 20036	CAF No. 0301-70286R Telephone No. (202) 328-3500 Fax No. (202) 328-6918 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address	CAF No. _____ Telephone No. _____ Fax No. _____ Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters:

**3 Tax matters**

Type of Tax (Income, Employment, Excise, etc.) or Civil Penalty (see the instructions for line 3)	Tax Form Number (1040, 941, 720, etc.)	Year(s) or Period(s) (see the instructions for line 3)
Application for Exemption	1023	Until Granted

**4 Specific use not recorded on Centralized Authorization File (CAF).** If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for Line 4. **Specific uses not recorded on CAF.** ☐

**5 Acts authorized.** The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party. See the line 5 instructions for more information.

**Exceptions.** An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. See **Unenrolled Return Preparer** on page 2 of the instructions. An enrolled actuary may only represent taxpayers to the extent provided in section 10.3(d) of Circular 230. See the line 5 instructions for restrictions on tax matters partners.


List any specific additions or deletions to the acts otherwise authorized in this power of attorney: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**6 Receipt of refund checks.** If you want to authorize a representative named on line 2 to receive, **BUT NOT TO ENDORSE OR CASH**, refund checks, initial here \_\_\_\_\_ and list the name of that representative below.

Name of representative to receive refund check(s) ► \_\_\_\_\_

- 7 Notices and communications.** Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2.
- a** If you also want the second representative listed to receive a copy of notices and communications, check this box ☐
- b** If you do not want any notices or communications sent to your representative(s), check this box ☐
- 8 Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here. ☐
- YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.**
- 9 Signature of taxpayer(s).** If a tax matter concerns a joint return, both husband and wife must sign if joint representation is requested, otherwise, see the instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.

► IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.

 Signature	12/12/07 Date	Treasurer Title (if applicable)
John Fogarty, MD Print Name	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> PIN Number	Print name of taxpayer from line 1 if other than individual
Signature	Date	Title (if applicable)
Print Name	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> PIN Number	

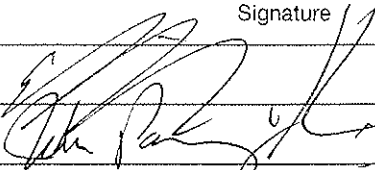

## Part II Declaration of Representative

**Caution:** Students with a special order to represent taxpayers in Qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program, see the instructions for Part II.

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Treasury Department Circular No. 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others;
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:
  - a Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
  - b Certified Public Accountant—duly qualified to practice as a certified public accountant in the jurisdiction shown below.
  - c Enrolled Agent—enrolled as an agent under the requirements of Treasury Department Circular No. 230.
  - d Officer—a bona fide officer of the taxpayer's organization.
  - e Full-Time Employee—a full-time employee of the taxpayer.
  - f Family Member—a member of the taxpayer's immediate family (i.e., spouse, parent, child, brother, or sister).
  - g Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Service is limited by section 10.3(d) of Treasury Department Circular No. 230).
  - h Unenrolled Return Preparer—the authority to practice before the Internal Revenue Service is limited by Treasury Department Circular No. 230, section 10.7(c)(1)(viii). You must have prepared the return in question and the return must be under examination by the IRS. See **Unenrolled Return Preparer** on page 2 of the instructions.

► IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED. See the Part II instructions.

Designation—Insert above letter (a–h)	Jurisdiction (state) or identification	Signature	Date
a	DC, MD		12/13/07
a	DC, VA, CA		12/13/07

**Application for Recognition of Exemption  
Under Section 501(c)(3) of the Internal Revenue Code**

OMB No. 1545-0056

Note: If exempt status is approved, this application will be open for public inspection.

Use the instructions to complete this application and for a definition of all **bold** items. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500. Visit our website at **www.irs.gov** for forms and publications. If the required information and documents are not submitted with payment of the appropriate user fee, the application may be returned to you.

Attach additional sheets to this application if you need more space to answer fully. Put your name and EIN on each sheet and identify each answer by Part and line number. Complete Parts I - XI of Form 1023 and submit only those Schedules (A through H) that apply to you.

**Part I Identification of Applicant**

<b>1</b> Full name of organization (exactly as it appears in your organizing document)		<b>2</b> c/o Name (if applicable)	
1Sky Education Fund			
<b>3</b> Mailing address (Number and street) (see instructions)	Room/Suite	<b>4</b> Employer identification Number (EIN)	
6930 Carroll Avenue	1000	26-1150699	
City or town, state or country, and ZIP + 4		<b>5</b> Month the annual accounting period ends (01 - 12)	
Takoma Park, MD 20912		09	
<b>6</b> Primary contact (officer, director, trustee, or authorized representative)		<b>b</b> Phone: 202-328-3500	
<b>a</b> Name: Elizabeth Kingsley		<b>c</b> Fax: (optional) 202-328-6918	
<b>7</b> Are you represented by an authorized representative, such as an attorney or accountant? If "Yes," provide the authorized representative's name, and the name and address of the authorized representative's firm. Include a completed Form 2848, <i>Power of Attorney and Declaration of Representative</i> , with your application if you would like us to communicate with your representative.		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>8</b> Was a person who is not one of your officers, directors, trustees, employees, or an authorized representative listed in line 7, paid, or promised payment, to help plan, manage, or advise you about the structure or activities of your organization, or about your financial or tax matters? If "Yes," provide the person's name, the name and address of the person's firm, the amounts paid or promised to be paid, and describe that person's role.		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>9a</b> Organization's website: <b>www.1sky.org</b>			
<b>b</b> Organization's email: (optional)			
<b>10</b> Certain organizations are not required to file an information return (Form 990 or Form 990-EZ). If you are granted tax-exemption, are you claiming to be excused from filing Form 990 or Form 990-EZ? If "Yes," explain. See the instructions for a description of organizations not required to file Form 990 or Form 990-EZ.		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>11</b> Date incorporated if a corporation, or formed, if other than a corporation. (MM/DD/YYYY)		9 / 5 / 2007	
<b>12</b> Were you formed under the laws of a foreign country? If "Yes," state the country.		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	



**Part II Organizational Structure**

You must be a corporation (including a limited liability company), an unincorporated association, or a trust to be tax exempt. (See instructions.) **DO NOT file this form unless you can check "Yes" on lines 1, 2, 3, or 4.**

- 1 Are you a **corporation**? If "Yes," attach a copy of your articles of incorporation showing **certification of filing** with the appropriate state agency. Include copies of any amendments to your articles and be sure they also show state filing certification. ☒ Yes ☐ No
- 2 Are you a **limited liability company (LLC)**? If "Yes," attach a copy of your articles of organization showing certification of filing with the appropriate state agency. Also, if you adopted an operating agreement, attach a copy. Include copies of any amendments to your articles and be sure they show state filing certification. Refer to the instructions for circumstances when an LLC should not file its own exemption application. ☐ Yes ☒ No
- 3 Are you an **unincorporated association**? If "Yes," attach a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments. ☐ Yes ☒ No
- 4a Are you a **trust**? If "Yes," attach a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments. ☐ Yes ☒ No
- b Have you been funded? If "No," explain how you are formed without anything of value placed in trust. ☐ Yes ☒ No
- 5 Have you adopted **bylaws**? If "Yes," attach a current copy showing date of adoption. If "No," explain how your officers, directors, or trustees are selected. ☒ Yes ☐ No

**Part III Required Provisions in Your Organizing Document**

The following questions are designed to ensure that when you file this application, your organizing document contains the required provisions to meet the organizational test under section 501(c)(3). Unless you can check the boxes in both lines 1 and 2, your organizing document does not meet the organizational test. **DO NOT file this application until you have amended your organizing document.** Submit your original and amended organizing documents (showing state filing certification if you are a corporation or an LLC) with your application.

- 1 Section 501(c)(3) requires that your organizing document state your exempt purpose(s), such as charitable, religious, educational, and/or scientific purposes. Check the box to confirm that your organizing document meets this requirement. Describe specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document. Refer to the instructions for exempt purpose language. Location of Purpose Clause (Page, Article, and Paragraph): Page 1, Article THIRD ☒
- 2a Section 501(c)(3) requires that upon dissolution of your organization, your remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Check the box on line 2a to confirm that your organizing document meets this requirement by express provision for the distribution of assets upon dissolution. If you rely on state law for your dissolution provision, do not check the box on line 2a and go to line 2c. ☒
- 2b If you checked the box on line 2a, specify the location of your dissolution clause (Page, Article, and Paragraph). Do not complete line 2c if you checked box 2a. Page 2, Article SIXTH, Paragraph 5
- 2c See the instructions for information about the operation of state law in your particular state. Check this box if you rely on operation of state law for your dissolution provision and indicate the state: ☐

**Part IV Narrative Description of Your Activities**

Using an attachment, describe your *past*, *present*, and *planned* activities in a narrative. If you believe that you have already provided some of this information in response to other parts of this application, you may summarize that information here and refer to the specific parts of the application for supporting details. You may also attach representative copies of newsletters, brochures, or similar documents for supporting details to this narrative. Remember that if this application is approved, it will be open for public inspection. Therefore, your narrative description of activities should be thorough and accurate. Refer to the instructions for information that must be included in your description.

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors**

- 1a List the names, titles, and mailing addresses of all of your officers, directors, and trustees. For each person listed, state their total annual **compensation**, or proposed compensation, for all services to the organization, whether as an officer, employee, or other position. Use actual figures, if available. Enter "none" if no compensation is or will be paid. If additional space is needed, attach a separate sheet. Refer to the instructions for information on what to include as compensation.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
Van Jones	President, Director	344 40th Street Oakland, CA 94609	none
K.C. Golden	Secretary, Director	1602 2nd Avenue, Suite 615 Seattle, WA 98101	none
John Fogarty	Treasurer, Director	1522 Cerro Gordo Road Santa Fe, NM 87501	none
Betsy Taylor	Campaign Chair	7322 Willow Avenue Takoma Park, MD 20912	\$150,000

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)**

**b** List the names, titles, and mailing addresses of each of your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation. Do not include officers, directors, or trustees listed in line 1a.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
Gillian Caldwell	Campaign Director	7007 Sycamore Avenue Takoma Park, MD 20912	\$150,000

**c** List the names, names of businesses, and mailing addresses of your five highest compensated independent contractors that receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
None.			

The following "Yes" or "No" questions relate to *past, present, or planned* relationships, transactions, or agreements with your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, and 1c.

- 2a** Are any of your officers, directors, or trustees **related** to each other through **family** or **business** relationships? If "Yes," identify the individuals and explain the relationship. ☐ Yes ☒ No
- b** Do you have a business relationship with any of your officers, directors, or trustees other than through their position as an officer, director, or trustee? If "Yes," identify the individuals and describe the business relationship with each of your officers, directors, or trustees. ☐ Yes ☒ No
- c** Are any of your officers, directors, or trustees related to your highest compensated employees or highest compensated independent contractors listed on lines 1b or 1c through family or business relationships? If "Yes," identify the individuals and explain the relationship. ☐ Yes ☒ No
- 3a** For each of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c, attach a list showing their name, qualifications, average hours worked, and duties. See Attached.
- b** Do any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c receive compensation from any other organizations, whether tax exempt or taxable, that are related to you through **common control**? If "Yes," identify the individuals, explain the relationship between you and the other organization, and describe the compensation arrangement. ☐ Yes ☒ No
- 4** In establishing the compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, and 1c, the following practices are recommended, although they are not required to obtain exemption. Answer "Yes" to all the practices you use.
- a** Do you or will the individuals that approve compensation arrangements follow a conflict of interest policy? ☒ Yes ☐ No
- b** Do you or will you approve compensation arrangements in advance of paying compensation? ☒ Yes ☐ No
- c** Do you or will you document in writing the date and terms of approved compensation arrangements? ☒ Yes ☐ No

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)**

d	Do you or will you record in writing the decision made by each individual who decided or voted on compensation arrangements?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
e	Do you or will you approve compensation arrangements based on information about compensation paid by <b>similarly situated</b> taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations? Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
f	Do you or will you record in writing both the information on which you relied to base your decision and its source?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
g	If you answered "No" to any item on lines 4a through 4f, describe how you set compensation that is <b>reasonable</b> for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c.	
5a	Have you adopted a <b>conflict of interest policy</b> consistent with the sample conflict of interest policy in Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If "No," answer lines 5b and 5c.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No See Attached.
b	What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you for setting their own compensation?	
c	What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you regarding business deals with themselves?	
	<b>Note:</b> A conflict of interest policy is recommended though it is not required to obtain exemption. Hospitals, see Schedule C, Section I, line 14.	
6a	Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, or 1c through <b>non-fixed payments</b> , such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Do you or will you compensate any of your employees, other than your officers, directors, trustees, or your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year, through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are or will be determined, who is or will be eligible for such arrangements, whether you place or will place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7a	Do you or will you purchase any goods, services, or assets from any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such purchase that you made or intend to make, from whom you make or will make such purchases, how the terms are or will be negotiated at <b>arm's length</b> , and explain how you determine or will determine that you pay no more than <b>fair market value</b> . Attach copies of any written contracts or other agreements relating to such purchases.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Do you or will you sell any goods, services, or assets to any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such sales that you made or intend to make, to whom you make or will make such sales, how the terms are or will be negotiated at <b>arm's length</b> , and explain how you determine or will determine you are or will be paid at least fair market value. Attach copies of any written contracts or other agreements relating to such sales.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
8a	Do you or will you have any leases, contracts, loans, or other agreements with your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," provide the information requested in lines 8b through 8f.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Describe any written or oral arrangements that you made or intend to make.	
c	Identify with whom you have or will have such arrangements.	
d	Explain how the terms are or will be negotiated at <b>arm's length</b> .	
e	Explain how you determine you pay no more than fair market value or you are paid at least fair market value.	
f	Attach copies of any signed leases, contracts, loans, or other agreements relating to such arrangements.	
9a	Do you or will you have any leases, contracts, loans, or other agreements with any organization in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest? If "Yes," provide the information requested in lines 9b through 9f.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)**

- b Describe any written or oral arrangements you made or intend to make.
- c Identify with whom you have or will have such arrangements.
- d Explain how the terms are or will be negotiated at arm's length.
- e Explain how you determine or will determine you pay no more than fair market value or that you are paid at least fair market value.
- f Attach a copy of any signed leases, contracts, loans, or other agreements relating to such arrangements.

**Part VI Your Members and Other Individuals and Organizations That Receive Benefits From You**

The following "Yes" or "No" questions relate to goods, services, and funds you provide to individuals and organizations as part of your activities. Your answers should pertain to *past, present, and planned* activities. (See instructions.)

- 1a In carrying out your exempt purposes, do you provide goods, services, or funds to individuals? If "Yes," describe each program that provides goods, services, or funds to individuals. ☐ Yes ☒ No
- b In carrying out your exempt purposes, do you provide goods, services, or funds to organizations? If "Yes," describe each program that provides goods, services, or funds to organizations. ☐ Yes ☒ No
- 2 Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes," if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program. ☐ Yes ☒ No
- 3 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c? If "Yes," explain how these related individuals are eligible for goods, services, or funds. ☐ Yes ☒ No

**Part VII Your History**

The following "Yes" or "No" questions relate to your history. (See instructions.)

- 1 Are you a **successor** to another organization? Answer "Yes," if you have taken or will take over the activities of another organization; you took over 25% or more of the fair market value of the net assets of another organization; or you were established upon the conversion of an organization from for-profit to non-profit status. If "Yes," complete Schedule G. ☐ Yes ☒ No
- 2 Are you submitting this application more than 27 months after the end of the month in which you were legally formed? If "Yes," complete Schedule E. ☐ Yes ☒ No

**Part VIII Your Specific Activities**

The following "Yes" or "No" questions relate to specific activities that you may conduct. Check the appropriate box. Your answers should pertain to *past, present, and planned* activities. (See instructions.)

- 1 Do you support or oppose candidates in **political campaigns** in any way? If "Yes," explain. ☐ Yes ☒ No
- 2a Do you attempt to **influence legislation**? If "Yes," explain how you attempt to influence legislation and complete line 2b. If "No," go to line 3a. ☒ Yes ☐ No
- b Have you made or are you making an **election** to have your legislative activities measured by expenditures by filing Form 5768? If "Yes," attach a copy of the Form 5768 that was already filed or attach a completed Form 5768 that you are filing with this application. If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities. ☒ Yes ☐ No  
See Attached.
- 3a Do you or will you operate bingo or **gaming** activities? If "Yes," describe who conducts them, and list all revenue received or expected to be received and expenses paid or expected to be paid in operating these activities. **Revenue and expenses** should be provided for the time periods specified in Part IX, Financial Data. ☐ Yes ☒ No
- b Do you or will you enter into contracts or other agreements with individuals or organizations to conduct bingo or gaming for you? If "Yes," describe any written or oral arrangements that you made or intend to make, identify with whom you have or will have such arrangements, explain how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you pay no more than fair market value or you will be paid at least fair market value. Attach copies or any written contracts or other agreements relating to such arrangements. ☐ Yes ☒ No
- c List the states and local jurisdictions, including Indian Reservations, in which you conduct or will conduct gaming or bingo.

**Part VIII Your Specific Activities (Continued)**

**4a** Do you or will you undertake **fundraising**? If "Yes," check all the fundraising programs you do or will conduct. (See instructions.) ☒ **Yes** ☐ **No**

- |                                                                     |                                                                                |
|---------------------------------------------------------------------|--------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> mail solicitations              | <input checked="" type="checkbox"/> phone solicitations                        |
| <input checked="" type="checkbox"/> email solicitations             | <input checked="" type="checkbox"/> accept donations on your website           |
| <input checked="" type="checkbox"/> personal solicitations          | <input type="checkbox"/> receive donations from another organization's website |
| <input type="checkbox"/> vehicle, boat, plane, or similar donations | <input type="checkbox"/> government grant solicitations                        |
| <input checked="" type="checkbox"/> foundation grant solicitations  | <input type="checkbox"/> Other                                                 |

Attach a description of each fundraising program.

See Attached.

**b** Do you or will you have written or oral contracts with any individuals or organizations to raise funds for you? If "Yes," describe these activities. Include all revenue and expenses from these activities and state who conducts them. Revenue and expenses should be provided for the time periods specified in Part IX, Financial Data. Also, attach a copy of any contracts or agreements. ☐ **Yes** ☒ **No**

**c** Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements. Include a description of the organizations for which you raise funds and attach copies of all contracts or agreements. ☐ **Yes** ☒ **No**

**d** List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you. ☐ **Yes** ☒ **No**

See Attached.

**e** Do you or will you maintain separate accounts for any contributor under which the contributor has the right to advise on the use or distribution of funds? Answer "Yes" if the donor may provide advice on the types of investments, distributions from the types of investments, or the distribution from the donor's contribution account. If "Yes," describe this program, including the type of advice that may be provided and submit copies of any written materials provided to donors. ☐ **Yes** ☒ **No**

**5** Are you **affiliated** with a governmental unit? If "Yes," explain. ☐ **Yes** ☒ **No**

**6a** Do you or will you engage in **economic development**? If "Yes," describe your program. ☐ **Yes** ☒ **No**

**b** Describe in full who benefits from your economic development activities and how the activities promote exempt purposes.

**7a** Do or will persons other than your employees or volunteers **develop** your facilities? If "Yes," describe each facility, the role of the developer, and any business or family relationship(s) between the developer and your officers, directors, or trustees. ☐ **Yes** ☒ **No**

**b** Do or will persons other than your employees or volunteers **manage** your activities or facilities? If "Yes," describe each activity and facility, the role of the manager, and any business or family relationship(s) between the manager and your officers, directors, or trustees. ☐ **Yes** ☒ **No**

**c** If there is a business or family relationship between any manager or developer and your officers, directors, or trustees, identify the individuals, explain the relationship, describe how contracts are negotiated at arm's length so that you pay no more than fair market value, and submit a copy of any contracts or other agreements.

**8** Do you or will you enter into **joint ventures**, including partnerships or **limited liability companies** treated as partnerships, in which you share profits and losses with partners other than section 501(c)(3) organizations? If "Yes," describe the activities of these joint ventures in which you participate. ☐ **Yes** ☒ **No**

**9a** Are you applying for exemption as a childcare organization under section 501(k)? If "Yes," answer lines 9b through 9d. If "No," go to line 10. ☐ **Yes** ☒ **No**

**b** Do you provide child care so that parents or caretakers of children you care for can be **gainfully employed** (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k). ☐ **Yes** ☐ **No**

**c** Of the children for whom you provide child care, are 85% or more of them cared for by you to enable their parents or caretakers to be gainfully employed (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k). ☐ **Yes** ☐ **No**

**d** Are your services available to the general public? If "No," describe the specific group of people for whom your activities are available. Also, see the instructions and explain how you qualify as a childcare organization described in section 501(k). ☐ **Yes** ☐ **No**

**10** Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other **intellectual property**? If "Yes," explain. Describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed. ☐ **Yes** ☒ **No**

**Part VIII Your Specific Activities (Continued)**

- 11** Do you or will you accept contributions of: real property; conservation easements; closely held securities; intellectual property such as patents, trademarks, and copyrights; works of music or art; licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? If "Yes," describe each type of contribution, any conditions imposed by the donor on the contribution, and any agreements with the donor regarding the contribution. ☐ Yes ☒ No
- 
- 12a** Do you or will you operate in a **foreign country or countries**? If "Yes," answer lines 12b through 12d. If "No," go to line 13a. ☐ Yes ☒ No
- b** Name the foreign countries and regions within the countries in which you operate.
- c** Describe your operations in each country and region in which you operate.
- d** Describe how your operations in each country and region further your exempt purposes.
- 
- 13a** Do you or will you make grants, loans, or other distributions to organization(s)? If "Yes," answer lines 13b through 13g. If "No," go to line 14a. ☐ Yes ☒ No
- b** Describe how your grants, loans, or other distributions to organizations further your exempt purposes.
- c** Do you have written contracts with each of these organizations? If "Yes," attach a copy of each contract. ☐ Yes ☐ No
- d** Identify each recipient organization and any **relationship** between you and the recipient organization.
- e** Describe the records you keep with respect to the grants, loans, or other distributions you make.
- f** Describe your selection process, including whether you do any of the following:
- (i)** Do you require an application form? If "Yes," attach a copy of the form. ☐ Yes ☐ No
- (ii)** Do you require a grant proposal? If "Yes," describe whether the grant proposal specifies your responsibilities and those of the grantee, obligates the grantee to use the grant funds only for the purposes for which the grant was made, provides for periodic written reports concerning the use of grant funds, requires a final written report and an accounting of how grant funds were used, and acknowledges your authority to withhold and/or recover grant funds in case such funds are, or appear to be, misused. ☐ Yes ☐ No
- g** Describe your procedures for oversight of distributions that assure you the resources are used to further your exempt purposes, including whether you require periodic and final reports on the use of resources.
- 
- 14a** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," answer lines 14b through 14f. If "No," go to line 15. ☐ Yes ☒ No
- b** Provide the name of each foreign organization, the country and regions within a country in which each foreign organization operates, and describe any relationship you have with each foreign organization.
- c** Does any foreign organization listed in line 14b accept contributions earmarked for a specific country or specific organization? If "Yes," list all earmarked organizations or countries. ☐ Yes ☐ No
- d** Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors. ☐ Yes ☐ No
- e** Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information. ☐ Yes ☐ No
- f** Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including site visits by your employees or compliance checks by impartial experts, to verify that grant funds are being used appropriately. ☐ Yes ☐ No

**Part VIII Your Specific Activities (Continued)**

- 15 Do you have a **close connection** with any organizations? If "Yes," explain. ☒ Yes ☐ No
- 16 Are you applying for exemption as a **cooperative hospital service organization** under section 501(e)? If "Yes," explain. ☐ Yes ☒ No
- 17 Are you applying for exemption as a **cooperative service organization of operating educational organizations** under section 501(f)? If "Yes," explain. ☐ Yes ☒ No
- 18 Are you applying for exemption as a **charitable risk pool** under section 501(n)? If "Yes," explain. ☐ Yes ☒ No
- 19 Do you or will you operate a **school**? If "Yes," complete Schedule B. Answer "Yes," whether you operate a school as your main function or as a secondary activity. ☐ Yes ☒ No
- 20 Is your main function to provide **hospital or medical care**? If "Yes," complete Schedule C. ☐ Yes ☒ No
- 21 Do you or will you provide **low-income housing** or housing for the **elderly** or **handicapped**? If "Yes," complete Schedule F. ☐ Yes ☒ No
- 22 Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? If "Yes," complete Schedule H. ☐ Yes ☒ No

**Note:** Private foundations may use Schedule H to request advance approval of individual grant procedures.

**Part IX Financial Data**

For purposes of this schedule, years in existence refer to completed tax years. If in existence 4 or more years, complete the schedule for the most recent 4 tax years. If in existence more than 1 year but less than 4 years, complete the statements for each year in existence and provide projections of your likely revenues and expenses based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. If in existence less than 1 year, provide projections of your likely revenues and expenses for the current year and the 2 following years, based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. (See instructions.)

**A. Statement of Revenues and Expenses**

	Type of revenue or expense	Current tax year	3 prior tax years or 2 succeeding tax years			(e) Provide Total for (a) through (d)
		(a) From <u>10/1/07</u> To <u>9/30/08</u>	(b) From <u>10/1/08</u> To <u>9/30/09</u>	(c) From <u>10/1/09</u> To <u>9/30/10</u>	(d) From .....	
Revenues	1 Gifts, grants, and contributions received (do not include unusual grants)	\$7,539,500	\$7,539,500	0		\$15,079,000
	2 Membership fees received	0	0	0		0
	3 Gross investment income	0	0	0		0
	4 Net unrelated business income	0	0	0		0
	5 Taxes levied for your benefit	0	0	0		0
	6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)	0	0	0		0
	7 Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list)	0	0	0		0
	8 Total of lines 1 through 7	\$7,539,500	\$7,539,500	0		\$15,079,000
Expenses	9 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)	0	0	0		0
	10 Total of lines 8 and 9	\$7,539,500	\$7,539,500	0		\$15,079,000
	11 Net gain or loss on sale of capital assets (attach schedule and see instructions)	0	0	0		0
	12 Unusual grants	0	0	0		0
	13 Total Revenue Add lines 10 through 12	\$7,539,500	\$7,539,500	0		\$15,079,000
	14 Fundraising expenses	0	0	0		
	15 Contributions, gifts, grants, and similar amounts paid out (attach an itemized list)	0	0	0		
	16 Disbursements to or for the benefit of members (attach an itemized list)	0	0	0		
	17 Compensation of officers, directors, and trustees	\$150,000	\$150,000	0		
	18 Other salaries and wages	\$4,856,250	\$4,856,250			
	19 Interest expense	0	0	0		
	20 Occupancy (rent, utilities, etc.)	\$156,000	\$156,000			
	21 Depreciation and depletion	0	0	0		
	22 Professional fees	\$1,018,750	\$1,018,750	0		
	23 Any expense not otherwise classified, such as program services (attach itemized list)	\$1,385,500	\$1,385,500	0		
	24 Total Expenses Add lines 14 through 23	\$7,539,500	\$7,539,500	See Attached		



**Part IX Financial Data (Continued)****B. Balance Sheet (for your most recently completed tax year)**Year End: **9/30/08**

Assets		(Whole dollars)
1	Cash . . . . .	0
2	Accounts receivable, net . . . . .	0
3	Inventories . . . . .	0
4	Bonds and notes receivable (attach an itemized list) . . . . .	0
5	Corporate stocks (attach an itemized list) . . . . .	0
6	Loans receivable (attach an itemized list) . . . . .	0
7	Other investments (attach an itemized list) . . . . .	0
8	Depreciable and depletable assets (attach an itemized list) . . . . .	0
9	Land . . . . .	0
10	Other assets (attach an itemized list) . . . . .	0
11	<b>Total Assets (add lines 1 through 10)</b> . . . . .	<b>0</b>
Liabilities		
12	Accounts payable . . . . .	0
13	Contributions, gifts, grants, etc. payable . . . . .	0
14	Mortgages and notes payable (attach an itemized list) . . . . .	0
15	Other liabilities (attach an itemized list) . . . . .	0
16	<b>Total Liabilities (add lines 12 through 15)</b> . . . . .	<b>0</b>
Fund Balances or Net Assets		
17	<b>Total fund balances or net assets</b> . . . . .	<b>0</b>
18	<b>Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)</b> . . . . .	<b>0</b>
19	Have there been any substantial changes in your assets or liabilities since the end of the period shown above? If "Yes," explain. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

**Part X Public Charity Status**

Part X is designed to classify you as an organization that is either a **private foundation** or a **public charity**. Public charity status is a more favorable tax status than private foundation status. If you are a private foundation, Part X is designed to further determine whether you are a **private operating foundation**. (See instructions.)

1a Are you a private foundation? If "Yes," go to line 1b. If "No," go to line 5 and proceed as instructed. If you are unsure, see the instructions. ☐ Yes ☒ No

b As a private foundation, section 508(e) requires special provisions in your organizing document in addition to those that apply to all organizations described in section 501(c)(3). Check the box to confirm that your organizing document meets this requirement, whether by express provision or by reliance on operation of state law. Attach a statement that describes specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document or by operation of state law. See the instructions, including Appendix B, for information about the special provisions that need to be contained in your organizing document. Go to line 2. ☐

2 Are you a private operating foundation? To be a private operating foundation you must engage directly in the active conduct of charitable, religious, educational, and similar activities, as opposed to indirectly carrying out these activities by providing grants to individuals or other organizations. If "Yes," go to line 3. If "No," go to the signature section of Part XI. ☐ Yes ☐ No

3 Have you existed for one or more years? If "Yes," attach financial information showing that you are a private operating foundation; go to the signature section of Part XI. If "No," continue to line 4. ☐ Yes ☐ No

4 Have you attached either (1) an affidavit or opinion of counsel, (including a written affidavit or opinion from a certified public accountant or accounting firm with expertise regarding this tax law matter), that sets forth facts concerning your operations and support to demonstrate that you are likely to satisfy the requirements to be classified as a private operating foundation; or (2) a statement describing your proposed operations as a private operating foundation? ☐ Yes ☐ No

5 If you answered "No" to line 1a, indicate the type of public charity status you are requesting by checking one of the choices below. You may check only one box.

The organization is not a private foundation because it is:

a 509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach Schedule A. ☐

b 509(a)(1) and 170(b)(1)(A)(ii)—a **school**. Complete and attach Schedule B. ☐

c 509(a)(1) and 170(b)(1)(A)(iii)—a **hospital**, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete and attach Schedule C. ☐

d 509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, f, g, or h or a publicly supported section 501(c)(4), (5), or (6) organization. Complete and attach Schedule D. ☐

**Part X Public Charity Status (Continued)**

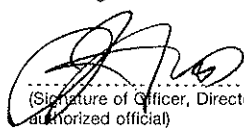
- e 509(a)(4)—an organization organized and operated exclusively for testing for public safety. ☐
- f 509(a)(1) and 170(b)(1)(A)(iv)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit. ☐
- g 509(a)(1) and 170(b)(1)(A)(vi)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public. ☒
- h 509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross **investment income** and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions). ☐
- i A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status. ☐

6 If you checked box g, h, or i in question 5 above, you must request either an **advance** or a **definitive ruling** by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.

- a **Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6501(c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only if you do not establish public support status at the end of the 5-year advance ruling period. The assessment period will be extended for the 5 advance ruling years to 8 years, 4 months, and 15 days beyond the end of the first year. You have the right to refuse or limit the extension to a mutually agreed-upon period of time or issue(s). Publication 1035, *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you make. You may obtain Publication 1035 free of charge from the IRS web site at [www.irs.gov](http://www.irs.gov) or by calling toll-free 1-800-829-3676. Signing this consent will not deprive you of any appeal rights to which you would otherwise be entitled. If you decide not to extend the statute of limitations, you are not eligible for an advance ruling. ☒

**Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code**

For Organization



(Signature of Officer, Director, Trustee, or other authorized official)

John Fogarty MD

(Type or print name of signer)

12/12/07

(Date)

Treasurer

(Type or print title or authority of signer)

For IRS Use Only

IRS Director, Exempt Organizations

(Date)

- b **Request for Definitive Ruling:** Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii). ☐
- (i) (a) Enter 2% of line 8, column (e) on Part IX-A. Statement of Revenues and Expenses. \_\_\_\_\_
- (b) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box. ☐
- (ii) (a) For each year amounts are included on lines 1, 2, and 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each **disqualified person**. If the answer is "None," check this box. ☐
- (b) For each year amounts are included on line 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 10, Part IX-A. Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box. ☐
- 7 Did you receive any unusual grants during any of the years shown on Part IX-A. Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual. ☐ Yes ☐ No

**Part XI User Fee Information**

You must include a user fee payment with this application. It will not be processed without your paid user fee. If your average annual gross receipts have exceeded or will exceed \$10,000 annually over a 4-year period, you must submit payment of \$750. If your gross receipts have not exceeded or will not exceed \$10,000 annually over a 4-year period, the required user fee payment is \$300. See instructions for Part XI, for a definition of **gross receipts** over a 4-year period. Your check or money order must be made payable to the United States Treasury. User fees are subject to change. Check our website at [www.irs.gov](http://www.irs.gov) and type "User Fee" in the keyword box, or call Customer Account Services at 1-877-829-5500 for current information.

- 1 Have your annual gross receipts averaged or are they expected to average not more than \$10,000? ☐ Yes ☒ No  
If "Yes," check the box on line 2 and enclose a user fee payment of \$300 (Subject to change—see above).  
If "No," check the box on line 3 and enclose a user fee payment of \$750 (Subject to change—see above).
- 2 Check the box if you have enclosed the reduced user fee payment of \$300 (Subject to change). ☐
- 3 Check the box if you have enclosed the user fee payment of \$750 (Subject to change). ☒

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

Please  
Sign  
Here

(Signature of Officer, Director, Trustee, or other  
authorized official)

(Type or print name of signer)

(Date)

(Type or print title or authority of signer)

**Reminder:** Send the completed Form 1023 Checklist with your filled-in-application.

Form **1023** (Rev. 6-2006)

GOVERNMENT OF THE DISTRICT OF COLUMBIA  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



**C E R T I F I C A T E**

**THIS IS TO CERTIFY** that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF INCORPORATION** is hereby issued to:

**1SKY EDUCATION FUND**

**IN WITNESS WHEREOF I** have hereunto set my hand and caused the seal of this office to be affixed as of the **5th** day of **september, 2007**.

LINDA K. ARGO  
Director

Business and Professional Licensing Administration

  
PATRICIA E. GRAYS  
Superintendent of Corporations  
Corporations Division

Adrian M. Fenty  
Mayor

**ARTICLES OF INCORPORATION  
OF  
ISKY EDUCATION FUND**

TO: DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
BUSINESS & PROFESSIONAL LICENSING ADMINISTRATION  
CORPORATE DIVISION

We, the undersigned natural persons of the age of eighteen years or more, acting as Incorporators of a corporation under the NON-PROFIT CORPORATION ACT (D.C. Code, 2001 edition, Title 29, Chapter 3), adopt the following Articles of Incorporation:

**FIRST:** The name of the corporation is 1Sky Education Fund.

**SECOND:** The period of its duration is perpetual.

**THIRD:** The purpose or purposes for which this corporation is organized are:

Exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes:

- 1) To provide education and research on global warming solutions.
- 2) To protect our society and future generations from global warming.

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

**FOURTH:** The corporation shall not have members.

**FIFTH:** The directors shall be elected or appointed based on provisions set forth in the Bylaws of the corporation.

**SIXTH:**

- (1) The Board of Directors shall have control and management of the business and affairs of the corporation. The directors shall in all cases act as a Board, regularly convened, and, in the transaction of business, the act of a majority present at a meeting (except as otherwise provided by law, the corporation's Bylaws or these Articles of Incorporation) shall be the act of the Board, provided a quorum is present. The directors may adopt such rules and regulations for the conduct of their meetings and the management of the corporation as they may deem proper, not inconsistent with law or the corporation's Bylaws.
- (2) No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any director, employee or other individual, partnership, estate, trust or corporation having a personal or private interest in the corporation. Compensation

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for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of this corporation shall be limited to reasonable amounts.

- (3) No part of the activities of this Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation to an extent that would disqualify it for tax exemption under section 501(c)(3), and this Corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- (4) Notwithstanding any other provision of these Articles or of any Bylaws adopted thereunder, this Corporation shall not take any action not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) or by any other laws then applicable to this Corporation.
- (5) Upon the dissolution of the corporation, assets shall be expended for its 501(c)(3) purposes or transferred to one or more qualified 501(c)(3) organizations whose purpose is aligned with the purpose of this corporation, to be determined by majority vote of the Board of Directors at that time.

**SEVENTH:** Then name and address of the Initial Registered Agent shall be:

Emily Figdor  
1406 South Carolina Ave., SE  
Washington DC 20003

**EIGHTH:** The number of directors constituting the initial Board of Directors shall be three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected are:

Van Jones  
344 40th Street  
Oakland, CA 94609

K.C. Golden  
1602 2nd Avenue, Ste 615  
Seattle, WA 98101

John Fogarty  
1522 Cerro Gordo Road  
Santa Fe, NM 87501

**NINTH:** The name and address of each incorporator is:

Christine Tschiderer  
1726 M Street, NW, Suite 600  
Washington, DC 20036

Sarah Peterson  
1726 M Street, NW, Suite 600  
Washington, DC 20036

Rebecca Gaiser  
1726 M Street, NW, Suite 600  
Washington, DC 20036

Christine Tschiderer  
By: Christine Tschiderer

9/5/07  
Date

Sarah Peterson  
By: Sarah Peterson

9/05/07  
Date

Rebecca Gaiser  
By: Rebecca Gaiser

5 Sept 2007  
Date

I, BARBARA DELATOS, A Notary Public, hereby certify that on the 5th Day of SEPTEMBER, 2007, Christine Tschiderer, whose address is 1726 M Street, NW, Suite 600, Washington, DC 20036, appeared before me and signed the foregoing document as incorporator, and has averred that the statements therein contained are true.

Barbara Delatos

My Commission Expires April 30, 2010

I, BARBARA DELATOS, A Notary Public, hereby certify that on the 5th Day of SEPTEMBER, 2007, Sarah Peterson, whose address is 1726 M Street, NW, Suite 600, Washington, DC 20036, appeared before me and signed the foregoing document as incorporator, and has averred that the statements therein contained are true.

Barbara Delatos

My Commission Expires April 30, 2010

I, BARBARA DELATOS, A Notary Public, hereby certify that on the 5th Day of SEPTEMBER, 2007, Rebecca Gaiser, whose address is 1726 M Street, NW, Suite 600, Washington, DC 20036, appeared before me and signed the foregoing document as incorporator, and has averred that the statements therein contained are true.

Barbara Delatos

My Commission Expires April 30, 2010



I, BARBARA DELATOS, A Notary Public, hereby certify that on the 5th Day of SEPTEMBER 2007, Sarah Peterson, whose address is 1726 M Street, NW, Suite 600, Washington, DC 20036, appeared before me and signed the foregoing document as incorporator, and has averred that the statements therein contained are true.

Barbara Delatos

My Commission Expires April 30, 2010

I, BARBARA DELATOS, A Notary Public, hereby certify that on the 5th Day of SEPTEMBER 2007, Rebecca Gaiser, whose address is 1726 M Street, NW, Suite 600, Washington, DC 20036, appeared before me and signed the foregoing document as incorporator, and has averred that the statements therein contained are true.

Barbara Delatos

My Commission Expires April 30, 2010

**BYLAWS OF  
1Sky Education Fund**

**ARTICLE I  
CORPORATE OFFICE**

The principal office of the corporation shall be:

1406 South Carolina Ave., SE  
Washington DC 20003

The corporation may have such other offices, either within or without the District of Columbia as the business of the corporation may require from time to time.

**ARTICLE II  
MEMBERS**

The corporation shall have not have members.

**ARTICLE III  
DIRECTORS**

**3.1 General Powers.** The business and affairs of the corporation shall be managed by the Board of Directors.

**3.2 Number, Tenure and Qualifications of the Board of Directors.** The corporation shall initially have three Directors, and ultimately no more than fifteen. The number of Directors may be increased or decreased from time to time by resolution of the Board of Directors; provided that the corporation shall not have less than three Directors and shall always have an odd number of Directors. No decrease shall have the effect of shortening the term of any incumbent Director. Directors shall be elected by the members of the Board at the annual meeting of the Corporation, and each Director shall be elected for the term of two years and until (a) his/her successor shall be elected, or (b) his/her earlier resignation or removal. Directors need not be residents of the District of Columbia.

**3.3 Duties and Powers.** The Board of Directors shall have control and management of the business and affairs of the corporation. The Directors shall in all cases act as a Board, regularly convened, and, in the transaction of business, the act of a majority present at a meeting (except as otherwise provided by law, these Bylaws or the Articles of Incorporation) shall be the act of the Board, provided a quorum is present. The Directors may adopt such rules and regulations for the conduct of their meetings and the management of the corporation as they may deem proper, not inconsistent with law or these Bylaws.

**3.4 Annual Meeting/Regular Meetings.** A regular annual meeting of the Board of Directors, for the purpose of electing or appointing Directors and officers and for the transaction of any other business which may come before the meeting, shall be held in the month of October

of each year, at a time and place fixed by the Board of Directors and upon notice as provided in Article III, Section 3.7 of these Bylaws. The regular annual meeting may be conducted via telephone conference call as provided in Article III, Section 3.6 of these Bylaws. The Board of Directors may elect to hold additional regular meetings at a time and place, either within or without the District of Columbia.

**3.5 Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President at any time. The President or Secretary shall, upon request of at least one-half (1/2) of the Directors, call a special meeting to be held not more than seven (7) days after the receipt of such request. The President may fix any place, either within or without the District of Columbia as a place for holding any special meeting of the Board of Directors.

**3.6 Meetings by Telephone Conference Calls.** Directors or any members of any committee designated by the Directors may participate in a meeting of the Board of Directors or such committee by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and participation in such a meeting by the aforesaid means shall constitute presence in person at such meeting.

**3.7 Notice.** Notice of the time and place of the regular annual meeting and of any special meeting shall be given at least two (2) days previously thereto by written notice delivered by courier, by facsimile transmission, by e-mail, or mailed to each Director at his/her last known post office address. If mailed, such notice shall be deemed to be delivered five (5) days after it is deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting, except that where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

**3.8 Quorum.** A majority of the number of Directors shall constitute a quorum for the transaction of business at any regular or special meeting. In no event shall a quorum consist of less than one-third of the number of Directors. A quorum, once attained at a meeting, shall be deemed to continue until adjournment, notwithstanding a voluntary withdrawal of enough Directors to leave less than a quorum. The act of the majority of the Directors present at a meeting at which a quorum is present, unless otherwise provided by law, these Bylaws or the Articles of Incorporation, shall be the act of the Board of Directors. If less than a majority of the Directors are present at any meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

**3.9 Manifestation of Dissent.** A Director who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his/her dissent shall be entered in the minutes of the meeting or unless he shall file his/her written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the

Secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

**3.10 Vacancies.** Any vacancy occurring in the Board of Directors or any Directorship to be filled by reason of an increase in the number of Directors may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office. Any Directorship to be filled by reason of an increase in the number of Directors shall be filled by the Board of Directors for a term of office continuing only until the next annual meeting of Directors.

**3.11 Removal of Directors.** One or more Directors, or the entire Board of Directors, may be removed, with or without cause, by a vote of a majority of the Directors.

**3.12 Compensation.** Directors shall not receive compensation for the services they provide to the corporation. However, Directors may receive reimbursement of expenses for attending any regular or special meeting of the Board of Directors; provided, that nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation therefor.

**3.13 Resignation.** Any Director may resign his/her office at any time, such resignation to be made in writing and to take effect immediately without acceptance.

**3.14 Committees.** The Board of Directors, by a majority of the full Board of Directors, may designate and appoint one or more committees consisting of two or more Directors. These committees, to the extent provided in the Articles of Incorporation or the Bylaws of the corporation, may exercise all the authority of the Board of Directors, but no such committee shall have the authority of the Board of Directors in reference to amending the Articles of Incorporation; adopting a plan of merger or consolidation; the sale, lease, exchange or other disposition of all or substantially all the property and assets of its business; voluntary dissolution of the corporation or a revocation thereof; amending the Bylaws of the corporation; electing, appointing or removing any member of any committee or any Director or officer of the corporation; adopting a plan for the distribution of the assets of the corporation; or altering or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered or repealed by a committee. The designation of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed by law.

**3.15 Written Consent.** Any action required by the Act to be taken at a meeting of the Directors of the corporation, or any action which may be taken at a meeting of the Directors or of a committee, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be confirmed by all of the Directors, or all of the members of the committee, as the case may be. The consent shall have the same effect as a unanimous vote.

## ARTICLE IV OFFICERS

**4.1 Officers and Qualifications.** The officers of the corporation shall consist of a President (or, if more than one, Co-Presidents), a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors at the time and in the manner prescribed by these Bylaws. Other officers and assistant officers and agents deemed necessary may be elected or appointed by the Board of Directors or chosen in the manner prescribed by these Bylaws. All officers and agents of the corporation, as between themselves and the corporation, shall have the authority and perform the duties in the management of the corporation as provided in these Bylaws, or as determined by the resolution of the Board of Directors not inconsistent with these Bylaws.

**4.2 Election and Term.** All officers of the corporation shall be elected annually by the Board of Directors at its regular annual meeting. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as may be convenient. Each officer shall hold office until his/her successor has been duly elected and qualified, or until removed as hereinafter provided.

**4.3 Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors.

**4.4 Removal.** Any officer or agent may be removed by the Board of Directors whenever in its judgment the best interest of the corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person removed. Election or appointment of an officer or agent shall not of itself create contract rights.

**4.5 Duties of Officers.** The duties and powers of the officers of the corporation shall be as follows and that shall hereafter be set by resolution of the Board of Directors:

### President

The President shall preside at all meetings of the Directors; s/he shall see that all orders and resolutions of the Board are carried into effect, subject, however, to the right of the Directors to delegate any specific powers, except such as may be by statute exclusively conferred on the President, to any other officer or officers of the corporation.

### Secretary

The Secretary shall attend all sessions of the Board and act as clerk thereof, and record all the votes of the corporation and the minutes of all its transactions in a book to be kept for that purpose, and shall perform like duties for all committees of the Board of Directors when required. S/he shall give, or cause to be given, notice of all meetings of the Board of Directors,

and shall perform such other duties as may be prescribed by the Board of Directors or President, and under whose supervision s/he shall be.

#### **Treasurer**

The Treasurer shall have custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the corporation, and shall keep the moneys of the corporation in separate account to the credit of the corporation. S/he shall disburse the funds of the corporation as may be ordered by the Board, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meetings of the Board, or whenever they may require it, an account of all his/her transactions as Treasurer and of the financial condition of the corporation.

#### **Other Officers**

Other officers shall perform such duties and have such powers as may be assigned to them by the Board of Directors. Assistant Secretaries and Assistant Treasurers, in general, shall perform such duties as shall be assigned to them by the Secretary or the Treasurer, respectively, or by the President or the Board of Directors.

**4.6 Compensation of Officers.** The officers shall not receive salary or compensation for the services they provide to the corporation.

### **ARTICLE V CONTRACTS, LOANS, CHECKS AND DEPOSITS**

**5.1 Contracts.** The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

**5.2 Loans.** No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a majority vote of the Board of Directors. Such authority may be general or confined to specific instances.

**5.3 Checks, Drafts, etc.** All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by the Board of Directors.

**5.4 Deposits.** All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

### **ARTICLE VI FISCAL YEAR**

The corporation shall have a fiscal year that ends on the last day September of each year.

## **ARTICLE VII WAIVER OF NOTICE**

Whenever under the provisions of these Bylaws or of any statute any Director is entitled to notice of any regular or special meeting or of any action to be taken by the corporation, such meeting may be held or such action may be taken without the giving of such notice, provided every Director entitled to such notice in writing waives the requirements of these Bylaws in respect thereto.

## **ARTICLE VIII INDEMNIFICATION**

**8.1 Indemnification.** No Director shall be personally liable for any obligations of the corporation or for any duties or obligations arising out of any acts or conduct of said Director or officer performed for or on behalf of the corporation as duly authorized by the Board of Directors. The corporation shall and does hereby indemnify and hold harmless each person who shall serve at any time as a Director or officer of the corporation, as well as such person's heirs and administrators, from and against any and all claims, judgments, and liabilities to which such persons shall become subject, by reason of such person having served as a Director or officer of the corporation or by reason of any action alleged to have been heretofore or hereafter taken or omitted to have been taken as Director or officer, and shall reimburse any such person for all legal and other expenses reasonably incurred in connection with any such claim or liability; provided that the corporation shall have the power to defend such person from all suits or claims; and provided further that no such person shall be indemnified against or be reimbursed for or be defended against any expense or liability incurred in connection with any claim or action arising out of such person's own negligence or willful misconduct. The rights accruing to any person under the foregoing provisions of this section shall not exclude any other right to which such person may lawfully be entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case, even though not specifically provided for herein or otherwise permitted. The corporation, its Directors, officers, employees and agents shall be fully protected in taking any action or making any payment or in refusing to do so in reliance upon the advice of counsel.

**8.2 Insurance.** The corporation may maintain insurance, at its expense, or provide alternative financial arrangements including but not limited to providing a trust, letter of credit or self-insurance to protect itself and any Director, officer, partner, trustee, employee or agent of the corporation or another corporation, partnership, joint venture, trust or other incorporated or unincorporated enterprise (including an employee benefit plan or trust) against any such expense, liability or loss, whether or not the corporation would have the power to indemnify such person against such expense, liability or loss under the Act.

## **ARTICLE IX AMENDMENTS**

These Bylaws may be altered, amended, repealed or new Bylaws adopted by a majority of the entire Board of Directors at a regular or special meeting of the Board.

## ARTICLE X MISCELLANEOUS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

10.1. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

10.2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

10.3. Notwithstanding any other provisions of this document, this corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

10.4. Upon the dissolution of the corporation, assets shall be expended for its 501(c)(3) purposes or transferred to one or more qualified 501(c)(3) organizations whose purpose is aligned with the purpose of this nonprofit corporation, to be determined by majority vote of the Board of Directors at that time.

The foregoing Bylaws were adopted by the Board of Directors of the corporation on September 11, 2007.



Form **5768**

(Rev. December 2004)

Department of the Treasury  
Internal Revenue Service**Election/Revocation of Election by an Eligible  
Section 501(c)(3) Organization To Make  
Expenditures To Influence Legislation**

(Under Section 501(h) of the Internal Revenue Code)

For IRS  
Use Only ►

Name of organization

**1 Sky Education Fund**

Employer identification number

**26 1150699**

Number and street (or P.O. box no., if mail is not delivered to street address)

**6930 Carroll Avenue**

Room/suite

**1000**

City, town or post office, and state

**Takoma Park, MD 20912**

ZIP + 4

- 1 Election**—As an eligible organization, we hereby elect to have the provisions of section 501(h) of the Code, relating to expenditures to influence legislation, apply to our tax year ending **September 30, 2008** and all subsequent tax years until revoked. (Month, day, and year)

**Note:** This election must be signed and postmarked within the first taxable year to which it applies.

- 2 Revocation**—As an eligible organization, we hereby revoke our election to have the provisions of section 501(h) of the Code, relating to expenditures to influence legislation, apply to our tax year ending \_\_\_\_\_ (Month, day, and year)

**Note:** This revocation must be signed and postmarked before the first day of the tax year to which it applies.

Under penalties of perjury, I declare that I am authorized to make this (check applicable box) ☒ election ☐ revocation on behalf of the above named organization.

(Signature of officer or trustee)

(Type or print name and title)

(Date)

**General Instructions**

Section references are to the Internal Revenue Code.

Section 501(c)(3) states that an organization exempt under that section will lose its tax-exempt status and its qualification to receive deductible charitable contributions if a substantial part of its activities are carried on to influence legislation. Section 501(h), however, permits certain eligible 501(c)(3) organizations to elect to make limited expenditures to influence legislation. An organization making the election will, however, be subject to an excise tax under section 4911 if it spends more than the amounts permitted by that section. Also, the organization may lose its exempt status if its lobbying expenditures exceed the permitted amounts by more than 50% over a 4-year period. For any tax year in which an election under section 501(h) is in effect, an electing organization must report the actual and permitted amounts of its lobbying expenditures and grass roots expenditures (as defined in section 4911(c)) on its annual return required under section 6033. See Schedule A (Form 990 or Form 990-EZ). Each electing member of an affiliated group must report these amounts for both itself and the affiliated group as a whole.

To make or revoke the election, enter the ending date of the tax year to which the election or revocation applies in item 1 or 2, as applicable, and sign and date the form in the spaces provided.

**Eligible Organizations.**—A section 501(c)(3) organization is permitted to make the election if it is not a disqualified organization (see below) and is described in:

1. Section 170(b)(1)(A)(ii) (relating to educational institutions),
2. Section 170(b)(1)(A)(iii) (relating to hospitals and medical research organizations),
3. Section 170(b)(1)(A)(iv) (relating to organizations supporting government schools),
4. Section 170(b)(1)(A)(vi) (relating to organizations publicly supported by charitable contributions),
5. Section 509(a)(2) (relating to organizations publicly supported by admissions, sales, etc.), or
6. Section 509(a)(3) (relating to organizations supporting certain types of public charities other than those section 509(a)(3) organizations that support section 501(c)(4), (5), or (6) organizations).

**Disqualified Organizations.**—The following types of organizations are not permitted to make the election:

- a. Section 170(b)(1)(A)(i) organizations (relating to churches),

- b. An integrated auxiliary of a church or of a convention or association of churches, or
- c. A member of an affiliated group of organizations if one or more members of such group is described in a or b of this paragraph.

**Affiliated Organizations.**—Organizations are members of an affiliated group of organizations only if (1) the governing instrument of one such organization requires it to be bound by the decisions of the other organization on legislative issues, or (2) the governing board of one such organization includes persons (i) who are specifically designated representatives of another such organization or are members of the governing board, officers, or paid executive staff members of such other organization, and (ii) who, by aggregating their votes, have sufficient voting power to cause or prevent action on legislative issues by the first such organization.

For more details, see section 4911 and section 501(h).

**Note:** A private foundation (including a private operating foundation) is not an eligible organization.

**Where To File.**—Mail Form 5768 to the Internal Revenue Service Center, Ogden, UT 84201-0027.

## **Part IV. Narrative Description**

### **BACKGROUND**

The Arctic ice cap is melting much faster than expected and is now about 30 years ahead of predictions made by the Intergovernmental Panel on Climate Change; all summer ice at the Arctic may disappear within a mere thirteen years. At the same time, large areas of Antarctica are melting, the Siberian permafrost is thawing, and we are seeing widespread variability in the climate throughout the world. We may soon be beyond the point of no return – beyond the point of avoiding catastrophic changes that will displace hundreds of millions of people and literally pose a threat to all ecosystems and life on the planet.

Americans seem ready to respond to the challenge, yet bold and cohesive action is missing. Our nation needs to quickly mobilize and immediately halt and reduce carbon emissions. Through a collaborative effort with scientists and energy experts, the 1Sky Education Fund will provide a unified set of clear proposals that are commensurate with the scale and urgency of the global warming challenge. We will then communicate those solutions to the general public and decision makers.

### **ACTIVITIES**

The purpose of the 1Sky Education Fund is to (1) work with scientists and experts to create a roadmap of solutions that will solve the climate crisis, (2) develop a clear, simple set of goals and that are commensurate with the scale of the climate challenge and (3) educate the public and decision-makers about the impacts of global warming and the need for urgent action. To accomplish these objectives, the 1Sky Education Fund will perform research, develop collaborative efforts, and undertake public outreach and communication, civic engagement, and lobbying activities.

#### *Research*

The 1Sky Education Fund will convene a series of meetings with scientists, policy experts, and economists to discuss the latest science related to global warming, and we will develop a roadmap of innovative solutions to the climate crisis. To do this, we will convene a 1Sky Science Advisory Council, which will provide the scientific rationale for the 1Sky policy platform. This council will have the mandate to suggest changing the 1Sky policy platform in response to scientific realities. We will also create a 1Sky Economic Advisory Council, which will highlight how the 1Sky policy platform, when implemented, will create new jobs and economic opportunities for America. It will also be charged with articulating the most effective and efficient ways to meet the goals outlined in the platform. Lastly, we will coordinate with the Presidential Climate Action Project, Center for American Progress, Center on Budget and Policy Priorities, and other policy analysis groups to ensure a link between climate policy advocates and economic development policy experts.

#### *Collaborative Efforts*

We will develop a powerful collaborative effort involving national, state and local 501(c)(3) organizations along with scientists, physicians and public health leaders, economists, clergy, financial leaders, African Americans, Latino/as and celebrities. This collaborative will create a stronger voice calling for urgent action on climate change.

The 1Sky Education Fund will identify and recruit a diverse group of spokespeople and speakers. We are currently working to obtain endorsements from numerous mayors and cities; we presented at the US Conference of Mayors Climate Summit in Seattle this past November. We also plan to create a speakers bureau composed of prominent leaders. We are building a powerful network of scientists, physicians and public health leaders, economists, clergy, and celebrities who will serve as spokespeople for 1Sky through America. This network will work closely with our communications team.

Additionally, 1Sky Education Fund plans to form contractual relationships with other nonprofit organizations to undertake certain elements of its campaign strategy. Ideally, we hope to place one hundred organizers with allied organizations across the nation, which are working to ensure that the educational goals of the 1Sky Education Fund are met. The organizations that may be contractually engaged are not yet determined. All agreements would be documented in writing and regular financial and performance reports would be required.

#### *Public Outreach and Communication*

The 1Sky Education Fund will mount field and media operations to communicate its climate solutions. We will describe how all Americans will benefit from a new energy economy. Equipped with this message, we will communicate the importance of immediate action on climate and energy to important allies and constituencies.

1Sky Education Fund will also develop a "Rapid Response Media Team" to counter opposition messages from the oil and coal industries. We will implement a media plan to convey new scientific and medical information and the solutions needed to reduce global warming pollution in America.

Furthermore, we will use web communications to identify and educate Americans about the climate crisis. Through an online strategy, we will provide Americans with the opportunity to express their concerns about global warming. For example, we will create on-line tools that will allow concerned citizens to upload photos of people and things that will be adversely affected by climate change. They also will have the ability to write short vignettes about what climate change means to them. We will also make it a top priority to engage online communities such as Facebook, YouTube, and Meetup. Through an online/offline strategy similar to that of "meetup.com", we will provide tens of thousands of citizens with the opportunity for ongoing political and individual action.

#### *Civic Engagement*

The 1Sky Education Fund will work to identify voters who are motivated by climate issues and to register new voters, particularly among underrepresented constituencies. We will organize a get-out-the-vote (GOTV) campaign targeted at these voters. 1Sky Education Fund recognizes that taking the first step toward civic participation is critical in getting citizens engaged in efforts to battle climate change.

1Sky Education Fund  
EIN: 26-1150699

Registering and voting are simple steps that allow citizens to begin to feel connected to the entire political policy process. Also, as we look to 2009 and beyond, it will be critical to demonstrate an active, engaged base of support for the policies supported by 1Sky. Simply put, elected officials listen to organizations who speak on behalf of active voters. In pursuit of both these objectives, 1Sky Education Fund will encourage citizens who share its concerns to register and to vote.

This nonpartisan civic engagement campaign will be conducted in cooperation with other climate and energy organizations which are interested in increasing voter participation among their memberships. We will also work across traditional issue group lines, using climate and energy to motivate underrepresented voters, including youth organizations such as the Energy Action Coalition and Step It Up. The Energy Action Coalition (EAC) and its main campaign, the Campus Climate Challenge, is a coalition of 46 student organizations. In partnership with 1Sky Education Fund, EAC organized Powershift, a three-day event this past November in Washington, DC to train students in organizing, voter registration, coalition building, and advocacy.

### *Lobbying*

As policy proposals related to climate issues emerge, 1Sky Education Fund may decide to engage in direct or grassroots lobbying regarding such proposals. Therefore, we have filed with this application form 5768, electing to be governed by the lobbying rules set forth in section 501(h) of the Code and the corresponding Treasury Regulations. 1Sky Education Fund will monitor its expenditures to ensure that its lobbying activities are conducted within the applicable limits.

**Part V. Question 3(a).**

**Name:** Van Jones, President & Director

**Qualifications:** Mr. Jones was a co-founder of the Ella Baker Center for Human Rights, which is now headquartered in Oakland, California. Named for an unsung civil rights heroine, the Center promotes positive alternatives to violence and incarceration. As an advocate for the toughest urban constituencies and causes, Mr. Jones has won many honors. These include the 1998 Reebok International Human Rights Award, the international Ashoka Fellowship, selection as a World Economic Forum "Young Global Leader," and the Rockefeller Foundation "Next Generation Leadership" Fellowship. Over the past five years, Mr. Jones has also emerged as a national environmental leader. In recent years, he has served on the boards of the National Apollo Alliance, Social Venture Network, Rainforest Action Network, Bioneers and Julia Butterfly Hill's "Circle of Life" organization. In 2005, Mr. Jones produced the "Social Equity Track" for the United Nations' World Environment Day celebration. UNWED 2005 drew dozens of mayors from around the world to San Francisco, where they developed policies promoting the concept of "Green Cities."

**Duties:** Preside at all meetings of the Board of Directors and supervise and control all of the affairs of the Corporation in accordance with the policies and directives approved by the Board of Directors. Oversee and review the activities of 1Sky Education Fund and make policies that further the purposes of the organization, pursuant to DC and federal law.

**Average Hours:** 10 hours/month

**Name:** K.C. Golden, Secretary & Director

**Qualifications:** Mr. Golden currently serves as the Policy Director for Climate Solutions, a research and advocacy organization pioneering practical and profitable solutions to global warming. From 1999 to 2002, Mr. Golden was a special assistant to the Mayor of Seattle for clean energy and climate protection initiatives. In the late 1990s, he served as the State of Washington's Energy Policy Director and Assistant Director of Washington's Department of Community, Trade and Economic Development. From 1989 to 1995, he was Executive Director of the Northwest Energy Coalition. Mr. Golden was a Kennedy Fellow at Harvard University's John F. Kennedy School of Government, where he received a Masters degree in Public Policy. He was recognized as one of Seattle Magazine's "Power 25" most influential people of 2005 and its #1 Eco-Hero in 2007. Mr. Golden serves as a Governor's appointee to the Executive Board of Energy Northwest. He also serves on a variety of boards and commissions, including the Governor's Climate Action Team and the Renewable Northwest Project board.

**Duties:** Attend all meetings of the Board of Directors, record all the votes of the Directors, and keep the minutes of board meetings. See that all notices are duly given, serve as custodian of corporate records, and maintain a register of the post office address of each member. Perform other duties as delegated by the Board of Directors. Oversee and review the activities of 1Sky Education Fund and make policies that further the purposes of the organization, pursuant to DC and federal law.

**Average Hours:** 10 hours/month

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**Name:** John Fogarty, Treasurer & Director

**Qualifications:** Dr. Fogarty is a physician trained in family medicine and public health, and has worked on energy and climate change issues for many years. He is currently the Director of New Energy Economy and serves on the national board for Physicians for Social Responsibility, where he is a policy advisor on climate change. Dr. Fogarty also works closely with Architecture 2030 in promoting bold solutions to global warming from the building sector. He has worked as a physician with the Indian Health Services in Navajo and Pueblo communities for more than ten years. Dr. Fogarty is also an Assistant Professor in the Family Medicine Department and School of Public Health at the University of New Mexico, where he has taught courses on health, human rights, and globalization. In 2004 he was awarded the Lannan Cultural Freedom Fellowship for his work protecting Navajo communities from uranium mining.

**Duties:** Exercise responsibility for organization's funds, maintain records of receipts and disbursements, and deposit money into a bank account in the name of the organization. Oversee and review the activities of 1Sky Education Fund and make policies that further the purposes of the organization, pursuant to DC and federal law.

**Average Hours:** 10 hours/month

**Name:** Betsy Taylor, Campaign Chair

**Qualifications:** During 2006 and 2007, Ms. Taylor worked as an advisor to the Energy Foundation, Garrison Institute, Quixote Foundation, and several philanthropists concerned about climate change. From 1998 until early 2006, she served as founder and President of the Center for a New American Dream, where she increased the sustainability group to a staff of twenty-five and a grassroots base of 100,000 citizens. In this capacity she helped convene two White House bipartisan conferences on institutional procurement. These gatherings resulted in the launch of the Responsible Purchasing Network, an association of federal agencies, cities, states, companies and public institutions that spend billions of dollars on goods produced with sustainable and socially responsible criteria. Prior to founding the Center, Ms. Taylor spent twenty years as a leader in the philanthropic and non-profit sector. She helped found the Environmental Grantmakers Association, a group of over 350 foundations and donors, and served as its Vice-President. In her role as executive director of the Stern Fund, Ottinger Foundation and later the Merck Family Fund, Ms. Taylor played a leadership role in supporting successful campaigns to promote energy conservation, community building and economic justice.

**Duties:** Serve as the equivalent of a paid board chair, coordinating the 1Sky Board of Directors, galvanizing relationships and resources for the campaign, and supporting the Campaign Director in ensuring the overall success of the campaign. The Chair serves as a public spokesperson for 1Sky along with the Campaign Director, Honorary Co-Chairs, and Board of Directors of the campaign.

**Average Hours:** 40 hours/week

**Name:** Gillian Caldwell, Campaign Director

**Qualifications:** Ms. Caldwell is a film maker and an attorney with thirty years of experience advocating for social justice in the United States and around the world. She is

the outgoing Executive Director of WITNESS ([www.witness.org](http://www.witness.org)), which uses the power of video to open the eyes of the world to human rights abuses. Ms. Caldwell led WITNESS' rapid expansion during her decade of leadership and helped produce numerous documentary videos for use in advocacy campaigns around the world. She is also co-editor and author of the book Video for Change: A Guide to Advocacy and Activism (2005). Ms. Caldwell was formerly the Co-Director of the Global Survival Network, where she coordinated a two-year undercover investigation into the trafficking of women for forced prostitution from Russia and the Newly Independent States that helped spur new anti-trafficking legislation in the US and abroad. Ms. Caldwell is the recipient of numerous awards, including the Echoing Green Fellowship (1996-1998), Rockefeller Foundation Next Generation Leadership Award (2000), Schwab Foundation for Social Entrepreneurship Award Winner (2001-present), Tech Laureate of the Tech Museum (2003), Ashoka: Innovators for the Public as a special partner (2003), Journalist of the Month by Women's Enews (2004), Skoll Social Entrepreneurship Award (2005-present). She received her BA from Harvard University and a J.D. from Georgetown University, where she was honored as a Public Interest Law Scholar. Under her leadership, WITNESS was also honored with numerous awards, including most recently the NY Times Award for Excellence in Communications (2007) and 2007 American Express Building Leadership Award from the Independent Sector.

**Duties:** Act as the strategic driver of the 1Sky campaign, working to conceptualize and implement the campaign plan. Develop funding and strategic relationships, oversee the management of all programs, recruit and direct a senior team to implement 1Sky's core programs, supervise senior staff, and ensure the establishment of sound financial and database management systems.

**Average Hours:** 40 hours/week

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**Part V. Question 5(a).**

1Sky Education Fund has adopted a Conflict of Interest Policy. A copy is enclosed.



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**Part VIII. Question 2(a).**

As discussed in Part IV, 1Sky Education Fund anticipates engaging in a limited amount of lobbying activity. Any such activity undertaken by 1Sky Education Fund will be within the limits set forth for Section 501(c)(3) exempt organizations by Section 501(h) of the Internal Revenue Code. Enclosed with this application is a duly executed Form 5768.

**Part VIII. Questions 4(a), (d).**

**4(a).** The organization plans to solicit funds from individuals on an ongoing basis through mail, email, phone, and personal contacts. Board members and staff of 1Sky Education Fund will meet with non-profit foundations to describe its mission and objectives and will prepare grant request materials for submission to foundations. The organization is also in the process of developing a website which can be used to accept donations.

**4(d).** 1Sky Education Fund anticipates soliciting charitable contributions in all fifty states. 1Sky Education Fund only solicits donations for itself and not on behalf of other organizations.

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**Part VIII. Question 10.**

The organization plans to produce a short film about its work. The film will be distributed freely, but 1Sky Education Fund will retain the copyright.

**Part VIII. Question 15.**

There is some overlap between 1Sky Education Fund and 1Sky Action Fund with respect to their employees. Thus there will be some sharing by the two organizations of paid employees, facilities, and equipment. Any use by either group of the other group's resources will be carefully monitored, recorded, and reimbursed pursuant to a contract between 1Sky Education Fund and 1Sky Action Fund which will be substantially the same as the attached model. (See attached Agreement for Allocation of Costs and Reimbursement of Expenses.)

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**Part IX (A). Line 23.**

	10/1/07- 9/30/08	10/1/08- 9/30/09
Printing	30,000	30,000
Insurance	18,000	18,000
Travel & Accomodation	30,000	30,000
Miscellaneous	18,000	18,000
Training for Grassroots	400,000	400,000
Regional Meetings	400,000	400,000
National Meetings	150,000	150,000
Field Supplies	100,000	100,000
Print materials	100,000	100,000
Field Events	50,000	50,000
Robo Calls	62,500	62,500
Total	1,358,500	1,358,500

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**Part IX.**

1Sky Education Fund does not anticipate operating beyond the fiscal year ending in 2009. As such, it has neither made nor provided budget estimates for a second successive tax year.

## **CONFLICT OF INTEREST POLICY**

Board and staff membership carries a fiduciary obligation to act solely in the best interest of ISKY, Inc. and its collective membership. Occasionally, this obligation comes into conflict with other affiliations of board and staff members, resulting in a possible conflict of interest.

The basic protection of an organization against conflicts of interest is disclosure. Hence, each board and staff member is asked annually to submit a statement disclosing any potential or actual conflicts of interest, or the absence thereof. In addition, as the board and management take up the affairs of ISKY, Inc., it is the obligation of board and staff members to disclose a possible conflict of interest at once and, when a financial interest may be involved, to abstain from any influence or vote on the matter and to be absent during the board's review and vote on the decision in question. The abstention and absence should be noted in the minutes of the meeting.

It is impossible to define all examples of conflict of interest. In general, personal or family interest in a policy or transaction, or significant influential membership in, or connection to, another organization which is involved in a significant ISKY, Inc. decision is conflict of interest. If a board or staff member is in doubt as to whether there is a potential conflict of interest in a specific situation, disclosure and consultation with the Board Chair or Campaign Director with the assistance of outside counsel is advised.

# AGREEMENT FOR ALLOCATION OF COSTS AND REIMBURSEMENT OF EXPENSES

THIS AGREEMENT is made this \_\_\_\_\_ day of \_\_\_\_\_, 2007, by and between 1Sky Education Fund, a nonprofit section 501(c)(3) organization incorporated under the laws of the District of Columbia, and 1Sky Action Fund, a nonprofit section 501(c)(4) organization incorporated under the laws of the District of Columbia.

WHEREAS, 1Sky Education Fund is organized and operated to provide education and research on global warming solutions and to protect our society and future generations from global warming; and

WHEREAS, 1Sky Action Fund is organized and operated to advocate for solutions to global warming and to promote policies which will protect our society and future generations from global warming; and

WHEREAS, 1Sky Education Fund and 1Sky Action Fund have agreed that it is in their mutual best interests to minimize duplicative expenses and carry out their purposes in the most economical fashion possible; and

WHEREAS, 1Sky Education Fund currently has in its employ individuals who perform services for 1Sky Action Fund; and

WHEREAS, the premises on which these individuals perform their services and the equipment used by them are furnished by 1Sky Education Fund; and

WHEREAS, 1Sky Education Fund and 1Sky Action Fund believe that it would be to their mutual benefit for the present employees of 1Sky Education Fund to perform fundraising, administrative, lobbying, and other associated services for 1Sky Action Fund;

NOW, THEREFORE, in consideration of these mutual promises and mutual benefits, 1Sky Education Fund and 1Sky Action Fund agree to share a variety of personnel, facilities, goods, and services in accordance with the terms set forth below.

## **SECTION 1: SERVICES**

- 1.1 Personnel. 1Sky Education Fund employees will perform a variety of administrative, program, financial, fundraising, and other similar functions for 1Sky Action Fund on an as needed basis.



- 1.2 Equipment and Facilities. 1Sky Action Fund will use office space, office supplies, office furniture, various items of office equipment, and similar items of 1Sky Education Fund.

## **SECTION 2: PAYMENT FOR SERVICES**

- 2.1 Payment of Direct Costs. 1Sky Action Fund shall pay 1Sky Education Fund for all expenses incurred by 1Sky Education Fund on its behalf. Such expenses shall include, but are not limited to, salaries and fringe benefits of 1Sky Education Fund personnel who perform services for 1Sky Action Fund, fees to independent contractors for educational and charitable projects such as writing publications, postage, long distance telephone charges, mileage, printing, and other actual expenses.
- 2.2 Calculation of Payment for Salaries and Fringe Benefits. 1Sky Action Fund's payment for use of 1Sky Education Fund personnel shall be calculated on the basis of time sheets submitted by employees, which are prepared pursuant to instructions provided by management personnel. Thus, 1Sky Action Fund shall pay for that proportion of the salaries and fringe benefits of 1Sky Education Fund employees expended by 1Sky Education Fund personnel on 1Sky Action Fund's functions. If it so desires, 1Sky Action Fund may request that the time sheets reflect a breakdown of activities not only as time expended working for on behalf of the Action Fund, but by project or functional category of work.
- 2.3 Payment of Overhead Costs. 1Sky Action Fund will pay 1Sky Education Fund an additional amount to cover overhead costs, which shall be calculated by multiplying 1Sky Education Fund's overhead costs by the percentage obtained by dividing professional program staff costs charged to 1Sky Action Fund by total
- 2.4 1Sky Education Fund program staff hours. The overhead items to be reimbursed at this calculated percentage include, but are not limited to:
- a. Rent for office space leased by 1Sky Action Fund
  - b. Costs of staff time devoted to administrative matters (e.g., performance of clerical, receptionist, accounting, and administrative functions, and attendance by all staff at staff meetings)
  - c. Staff, Board, and committee travel not accounted for under paragraph 2.1 above
  - d. Capital purchases of equipment and furniture
  - e. Premiums for liability and other insurance
  - f. Local Taxes
  - g. Computer and word processing supplies
  - h. Equipment rental and maintenance
  - i. Subscriptions and other publications costs
  - j. General office supplies
  - k. Telephone service
  - l. Photocopying
  - m. Storage.

2.4 Time of Payment. 1Sky Action Fund will make payments to 1Sky Education Fund of the amounts due under this contract no less frequently than quarterly on the basis of detailed invoices submitted by 1Sky Education Fund.

### **SECTION 3: MISCELLANEOUS**

3.1 Term. This Agreement shall be effective for the period \_\_\_\_\_ through \_\_\_\_\_. This Agreement may be terminated by either party at any time, upon provision of 30 days' notice in writing to the other party. This Agreement shall automatically renew for successive one year periods, unless notice is given by either party at least 30 days prior to the expiration of the current term.

3.2 Modification and Changes. This Agreement cannot be changed or modified except by instrument in writing executed by both parties.

3.3 Governing Law. This Agreement shall be deemed to have been made and shall be construed and interpreted in accordance with the laws of the District of Columbia.

3.4 Integration. This Agreement sets forth the entire agreement between the parties, and replaces and supersedes all other contracts, agreements, and understandings, written or oral, relating to the subject matter hereof.

3.5 Assignment. This Agreement is not assignable by either party.

3.6 Headings. The headings contained herein are for the convenience of reference only and are not intended to define, limit, or describe the scope or intent of any provision of this Agreement.

IN WITNESS WHEREOF, the parties hereto have signed their names on the day and year before mentioned.

1Sky Education Fund

By: \_\_\_\_\_

Date: \_\_\_\_\_

Its: \_\_\_\_\_

1Sky Action Fund

By: \_\_\_\_\_

Date: \_\_\_\_\_

Its: \_\_\_\_\_