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PUBLIC DISCLOSURE COPY

Form **990**

**Return of Organization Exempt From Income Tax**  
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

OMB No. 1545-0047

**2014**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.  
Information about Form 990 and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**A For the 2014 calendar year, or tax year beginning** JUL 1, 2014 **and ending** JUN 30, 2015

|  |  |   |
|--|--|---|
| <b>B</b> Check if applicable:<br><br><input type="checkbox"/> Address change<br><input type="checkbox"/> Name change<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return/terminated<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Application pending | <b>C Name of organization</b><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION<br><br><b>Doing business as</b><br><br><b>Number and street (or P.O. box if mail is not delivered to street address) Room/suite</b><br>1060 HOWARD STREET<br><br><b>City or town, state or province, country, and ZIP or foreign postal code</b><br>SAN FRANCISCO, CA 94103-2820<br><br><b>F Name and address of principal officer:</b> STEVE PLATH<br>SAME AS C ABOVE | <b>D Employer identification number</b><br><br>94-2260626<br><br><b>E Telephone number</b><br><br>415-252-4788<br><br><b>G Gross receipts \$</b> 16,465,569.<br><br><b>H(a) Is this a group return for subordinates?</b> ..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br><b>H(b) Are all subordinates included?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "No," attach a list. (see instructions)<br><br><b>H(c) Group exemption number</b> ▶ |
| <b>I Tax-exempt status:</b> <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527   |  |   |
| <b>J Website:</b> ▶ WWW.STP-SF.ORG   |  |   |
| <b>K Form of organization:</b> <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶  |  | <b>L Year of formation:</b> 1974 <b>M State of legal domicile:</b> CA   |

**Part I Summary**

|                                    |  |   |                                  |                     |
|------------------------------------|--|---|----------------------------------|---------------------|
| <b>Activities &amp; Governance</b> | 1  | Briefly describe the organization's mission or most significant activities: TO HEAL WOUNDS OF WAR, TO RESTORE DIGNITY, HOPE AND SELF-SUFFICIENCY TO ALL VETERANS IN NEED. |                                  |                     |
|                                    | 2  | Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.                                   |                                  |                     |
|                                    | 3  | Number of voting members of the governing body (Part VI, line 1a) .....   | <b>3</b>                         | 15                  |
|                                    | 4  | Number of independent voting members of the governing body (Part VI, line 1b) .....   | <b>4</b>                         | 15                  |
|                                    | 5  | Total number of individuals employed in calendar year 2014 (Part V, line 2a) .....  | <b>5</b>                         | 198                 |
|                                    | 6  | Total number of volunteers (estimate if necessary) .....  | <b>6</b>                         | 50                  |
|                                    | 7a   | Total unrelated business revenue from Part VIII, column (C), line 12 .....  | <b>7a</b>                        | 0.                  |
|                                    | b Net unrelated business taxable income from Form 990-T, line 34 ..... | <b>7b</b>   | 0.                               |                     |
| <b>Revenue</b>                     | 8  | Contributions and grants (Part VIII, line 1h) .....   | <b>Prior Year</b>                | <b>Current Year</b> |
|                                    | 9  | Program service revenue (Part VIII, line 2g) .....  | 10,489,735.                      | 14,319,008.         |
|                                    | 10   | Investment income (Part VIII, column (A), lines 3, 4, and 7d) .....   | 606,570.                         | 887,878.            |
|                                    | 11   | Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) .....  | 10,056.                          | 8,397.              |
|                                    | 12   | Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) .....  | 1,020,284.                       | 1,083,708.          |
|                                    | 12   | Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) .....  | 12,126,645.                      | 16,298,991.         |
| <b>Expenses</b>                    | 13   | Grants and similar amounts paid (Part IX, column (A), lines 1-3) .....  | 1,981,890.                       | 2,350,665.          |
|                                    | 14   | Benefits paid to or for members (Part IX, column (A), line 4) .....   | 0.                               | 0.                  |
|                                    | 15   | Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) .....   | 7,274,590.                       | 9,854,701.          |
|                                    | 16a  | Professional fundraising fees (Part IX, column (A), line 11e) .....   | 0.                               | 0.                  |
|                                    | b  | Total fundraising expenses (Part IX, column (D), line 25) ▶ 436,797.  |                                  |                     |
|                                    | 17   | Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) .....  | 3,050,237.                       | 4,110,459.          |
|                                    | 18   | Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) .....   | 12,306,717.                      | 16,315,825.         |
| 19                                 | Revenue less expenses. Subtract line 18 from line 12 .....             | -180,072.   | -16,834.                         |                     |
| <b>Net Assets or Fund Balances</b> | 20   | Total assets (Part X, line 16) .....  | <b>Beginning of Current Year</b> | <b>End of Year</b>  |
|                                    | 21   | Total liabilities (Part X, line 26) .....   | 7,061,146.                       | 7,270,066.          |
|                                    | 22   | Net assets or fund balances. Subtract line 21 from line 20 .....  | 1,169,063.                       | 1,388,752.          |
|                                    |  |   | 5,892,083.                       | 5,881,314.          |

**Part II Signature Block**

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

|                               |   |                               |               |   |                   |
|-------------------------------|---|-------------------------------|---------------|---|-------------------|
| <b>Sign Here</b>              | Signature of officer<br>_____<br>JOHN BEEM, CFO<br>Type or print name and title | Date<br>_____                 |               |   |                   |
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name<br>DEBORAH KAMINSKI                                  | Preparer's signature<br>_____ | Date<br>_____ | Check if self-employed <input type="checkbox"/> | PTIN<br>P00645581 |
|                               | Firm's name ▶ DZH PHILLIPS LLP  | Firm's EIN ▶ 26-4677183       |               | Phone no. (415) 781-2500                        |                   |
|                               | Firm's address ▶ 135 MAIN STREET, 9TH FLOOR<br>SAN FRANCISCO, CA 94105-1815     |                               |               |   |                   |

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

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission:
SWORDS TO PLOWSHARES' MISSION IS TO HEAL THE WOUNDS OF WAR, TO RESTORE
DIGNITY, HOPE AND SELF-SUFFICIENCY TO ALL VETERANS IN NEED, AND TO
SIGNIFICANTLY REDUCE HOMELESSNESS AND POVERTY AMONG VETERANS.

2 Did the organization undertake any significant program services during the year which were not listed on
the prior Form 990 or 990-EZ? [ ] Yes [X] No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [ ] Yes [X] No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.
Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and
revenue, if any, for each program service reported.

4a (Code: ) (Expenses \$ 7,242,994. including grants of \$ ) (Revenue \$ 887,878. )
SUPPORTIVE HOUSING - SWORDS TO PLOWSHARES (SWORDS) CONTINUES TO EXPAND
OUR INNOVATIVE AND AWARD-WINNING, EMERGENCY, TRANSITIONAL AND PERMANENT
SUPPORTIVE HOUSING PROGRAMS THAT HELP HOMELESS VETERANS GAIN STABILITY
AND LIVE INDEPENDENTLY IN THE COMMUNITY. WE CURRENTLY HOUSE NEARLY 500
VETERANS IN PERMANENT OR TRANSITIONAL HOUSING.
FOR MORE DETAILS ON THE IMPACT OF OUR PROGRAMS PLEASE GO TO
WWW.STP-SF.ORG/OUR-IMPACT

4b (Code: ) (Expenses \$ 4,300,813. including grants of \$ 1,954,831. ) (Revenue \$ )
HEALTH & SOCIAL SERVICES - MORE THAN 1,500 VETERANS SOUGHT SERVICES AND
CASE MANAGEMENT AT SWORDS' DROP-IN CENTER. A NEW PROGRAM THIS YEAR,
SUPPORTIVE SERVICES FOR VETERANS AND FAMILIES, PROVIDES VERY EFFICIENT,
COST-EFFECTIVE ASSISTANCE TO PREVENT VETERAN HOMELESSNESS. CASE
MANAGERS ARRANGED FOR BRIEF EMERGENCY HOUSING FOR OVER 250 HOMELESS
VETERANS AND FINANCIAL ASSISTANCE FOR 300 VETERAN FAMILIES MOVING INTO
PERMANENT HOUSING. WE WERE ALSO ABLE TO RETAIN HOUSING FOR 150 VETERAN
FAMILIES FACED WITH EVICTION.

4c (Code: ) (Expenses \$ 1,109,824. including grants of \$ 87,917. ) (Revenue \$ )
EMPLOYMENT & TRAINING SERVICES - SWORDS HELPED MORE THAN 310 VETERANS
IN SAN FRANCISCO AND THE EAST BAY WITH PRE-EMPLOYMENT PREPARATION,
CAREER COUNSELING, JOB TRAINING, JOB PLACEMENT AND FOLLOW-UP. SWORDS
SECURED JOB TRAINING FOR 280 VETERANS AND PLACED 264 VETERANS IN JOBS.
170 OF SWORDS' CLIENTS WERE HOMELESS AT TIME OF ENROLLMENT.

4d Other program services (Describe in Schedule O.)
(Expenses \$ 1,767,323. including grants of \$ 307,917. ) (Revenue \$ )

4e Total program service expenses 14,420,954.

**Part IV Checklist of Required Schedules**

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

**Part IV Checklist of Required Schedules** (continued)

|  | Yes | No |
|--|-----|----|
| <b>21</b> Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> .....   | X   |    |
| <b>22</b> Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> .....   | X   |    |
| <b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> .....  | X   |    |
| <b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i> .....                           |     | X  |
| <b>b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? .....   |     |    |
| <b>c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? .....  |     |    |
| <b>d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? .....   |     |    |
| <b>25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> .....   |     | X  |
| <b>b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> .....  |     | X  |
| <b>26</b> Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i> .....                                 |     | X  |
| <b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> ..... |     | X  |
| <b>28</b> Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):  |     |    |
| <b>a</b> A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> .....  |     | X  |
| <b>b</b> A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> .....   |     | X  |
| <b>c</b> An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> .....   |     | X  |
| <b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> .....  |     | X  |
| <b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> .....  |     | X  |
| <b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> .....  |     | X  |
| <b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> .....  |     | X  |
| <b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> .....  | X   |    |
| <b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i> .....  |     | X  |
| <b>35a</b> Did the organization have a controlled entity within the meaning of section 512(b)(13)? .....   |     | X  |
| <b>b</b> If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> .....  |     |    |
| <b>36 Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> .....  |     | X  |
| <b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> .....   |     | X  |
| <b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? .....   | X   |    |

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

**Part V Statements Regarding Other IRS Filings and Tax Compliance**

Check if Schedule O contains a response or note to any line in this Part V

|            |  | Yes | No |
|------------|--|-----|----|
| <b>1a</b>  | Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable   |     |    |
| <b>1b</b>  | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable  |     |    |
| <b>1c</b>  | Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?   | X   |    |
| <b>2a</b>  | Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return  |     |    |
| <b>2b</b>  | If at least one is reported on line 2a, did the organization file all required federal employment tax returns?<br><b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)         | X   |    |
| <b>3a</b>  | Did the organization have unrelated business gross income of \$1,000 or more during the year?  |     | X  |
| <b>3b</b>  | If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O   |     |    |
| <b>4a</b>  | At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? |     | X  |
| <b>4b</b>  | If "Yes," enter the name of the foreign country:<br>See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).  |     |    |
| <b>5a</b>  | Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?  |     | X  |
| <b>5b</b>  | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?   |     | X  |
| <b>5c</b>  | If "Yes," to line 5a or 5b, did the organization file Form 8886-T?   |     |    |
| <b>6a</b>  | Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?                                    |     | X  |
| <b>6b</b>  | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?  |     |    |
| <b>7</b>   | <b>Organizations that may receive deductible contributions under section 170(c).</b>   |     |    |
| <b>7a</b>  | Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?  | X   |    |
| <b>7b</b>  | If "Yes," did the organization notify the donor of the value of the goods or services provided?  | X   |    |
| <b>7c</b>  | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?   |     | X  |
| <b>7d</b>  | If "Yes," indicate the number of Forms 8282 filed during the year  |     |    |
| <b>7e</b>  | Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  |     | X  |
| <b>7f</b>  | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?   |     | X  |
| <b>7g</b>  | If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?   | N/A |    |
| <b>7h</b>  | If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?   |     |    |
| <b>8</b>   | <b>Sponsoring organizations maintaining donor advised funds.</b> Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year? N/A   |     |    |
| <b>9</b>   | <b>Sponsoring organizations maintaining donor advised funds.</b>   |     |    |
| <b>9a</b>  | Did the sponsoring organization make any taxable distributions under section 4966? N/A   |     |    |
| <b>9b</b>  | Did the sponsoring organization make a distribution to a donor, donor advisor, or related person? N/A  |     |    |
| <b>10</b>  | <b>Section 501(c)(7) organizations.</b> Enter:   |     |    |
| <b>10a</b> | Initiation fees and capital contributions included on Part VIII, line 12 N/A   |     |    |
| <b>10b</b> | Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities  |     |    |
| <b>11</b>  | <b>Section 501(c)(12) organizations.</b> Enter:  |     |    |
| <b>11a</b> | Gross income from members or shareholders N/A  |     |    |
| <b>11b</b> | Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)   |     |    |
| <b>12a</b> | <b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?  |     |    |
| <b>12b</b> | If "Yes," enter the amount of tax-exempt interest received or accrued during the year N/A  |     |    |
| <b>13</b>  | <b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>  |     |    |
| <b>13a</b> | Is the organization licensed to issue qualified health plans in more than one state? N/A<br><b>Note.</b> See the instructions for additional information the organization must report on Schedule O.                                       |     |    |
| <b>13b</b> | Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans  |     |    |
| <b>13c</b> | Enter the amount of reserves on hand   |     |    |
| <b>14a</b> | Did the organization receive any payments for indoor tanning services during the tax year?   |     | X  |
| <b>14b</b> | If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O  |     |    |

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

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

**Section A. Governing Body and Management**

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

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

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

**Section C. Disclosure**

- 17** List the states with which a copy of this Form 990 is required to be filed  CA
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
 Own website     Another's website     Upon request     Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records:  \_\_\_\_\_  
 JOHN BEEM - 415-252-4788  
 1060 HOWARD STREET, SAN FRANCISCO, CA 94103

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

Check if Schedule O contains a response or note to any line in this Part VII

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

| (A)<br>Name and Title                            | (B)<br>Average hours per week (list any hours for related organizations below line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|--|---|---|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
|  |   | Individual trustee or director  | Institutional trustee | Officer | Key employee | Highest compensated employee | Former |  |   |   |
| (1) PETER MCCORKELL<br>SECRETARY/BOARD DIRECTOR  | 4.00  | X   |                       | X       |              |                              |        | 0.   | 0.  | 0.  |
| (2) STACEY SPRENKEL<br>VICE CHAIR/BOARD DIRECTOR | 2.00  | X   |                       | X       |              |                              |        | 0.   | 0.  | 0.  |
| (3) STEPHEN PLATH<br>CHAIR/BOARD DIRECTOR        | 4.00  | X   |                       | X       |              |                              |        | 0.   | 0.  | 0.  |
| (4) BEN SUNCIN<br>BOARD DIRECTOR                 | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (5) ROSE LAVENDERO<br>BOARD DIRECTOR             | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (6) MICHAEL DEKSHENIEKS<br>BOARD DIRECTOR        | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (7) JAVIER TENORIO<br>BOARD DIRECTOR             | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (8) DEL SEYMOUR<br>BOARD DIRECTOR                | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (9) JUDY KRIDLE<br>BOARD DIRECTOR                | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (10) PAUL COX<br>BOARD DIRECTOR                  | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (11) RICK HOULBERG<br>BOARD DIRECTOR             | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (12) ROBERT TREVORROW<br>BOARD DIRECTOR          | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (13) STEVE SNYDER<br>BOARD DIRECTOR              | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (14) JULIE LANE<br>BOARD DIRECTOR                | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (15) YANIV NEWMAN<br>BOARD DIRECTOR              | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (16) MICHAEL BLECKER<br>EXECUTIVE DIRECTOR       | 40.00   |   |                       | X       |              |                              |        | 163,606.   | 0.  | 16,100.   |
| (17) JOHN BEEM<br>CHIEF FINANCIAL OFFICER        | 40.00   |   |                       | X       |              |                              |        | 141,745.   | 0.  | 15,100.   |



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

| (A)<br>Name and title  | (B)<br>Average hours per week (list any hours for related organizations below line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|--|---|---|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
|  |   | Individual trustee or director  | Institutional trustee | Officer | Key employee | Highest compensated employee | Former |  |   |   |
| (18) LEON WINSTON<br>CHIEF OPERATING OFFICER                   | 40.00   |   |                       | X       |              |                              |        | 141,745.   | 0.  | 12,500.   |
| (19) DAVE LOPEZ<br>DEPUTY DIRECTOR PROG. AND OPS.              | 40.00   |   |                       |         |              | X                            |        | 104,881.   | 0.  | 11,500.   |
| (20) AMY FAIRWEATHER<br>POLICY DIRECTOR                        | 40.00   |   |                       |         |              | X                            |        | 101,754.   | 0.  | 11,500.   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
| <b>1b Sub-total</b>  |   |   |                       |         |              |                              |        | 653,731.   | 0.  | 66,700.   |
| <b>c Total from continuation sheets to Part VII, Section A</b> |   |   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| <b>d Total (add lines 1b and 1c)</b>                           |   |   |                       |         |              |                              |        | 653,731.   | 0.  | 66,700.   |

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **5**

|   | Yes | No |
|---|-----|----|
| <b>3</b> Did the organization list any <b>former</b> officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual                                       |     | X  |
| <b>4</b> For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual | X   |    |
| <b>5</b> Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person                       |     | X  |

**Section B. Independent Contractors**

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

| (A)<br>Name and business address | (B)<br>Description of services | (C)<br>Compensation |
|----------------------------------|--------------------------------|---------------------|
| NONE                             |                                |                     |
|                                  |                                |                     |
|                                  |                                |                     |
|                                  |                                |                     |
|                                  |                                |                     |

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

**Part VIII Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII

|  |   |   | (A)           | (B)                                | (C)                        | (D)  |  |
|--|---|---|---------------|------------------------------------|----------------------------|--|--|
|  |   |   | Total revenue | Related or exempt function revenue | Unrelated business revenue | Revenue excluded from tax under sections 512 - 514 |  |
| <b>Contributions, Gifts, Grants and Other Similar Amounts</b>        | <b>1 a</b> Federated campaigns  | <b>1a</b>   |               |                                    |                            |  |  |
|  | <b>b</b> Membership dues  | <b>1b</b>   |               |                                    |                            |  |  |
|  | <b>c</b> Fundraising events   | <b>1c</b>   |               |                                    |                            |  |  |
|  | <b>d</b> Related organizations  | <b>1d</b>   |               |                                    |                            |  |  |
|  | <b>e</b> Government grants (contributions)  | <b>1e</b>   | 12,102,954.   |                                    |                            |  |  |
|  | <b>f</b> All other contributions, gifts, grants, and similar amounts not included above   | <b>1f</b>   | 2,216,054.    |                                    |                            |  |  |
|  | <b>g</b> Noncash contributions included in lines 1a-1f: \$  |   |               |                                    |                            |  |  |
|  | <b>h Total.</b> Add lines 1a-1f   |   |               | 14,319,008.                        |                            |  |  |
| <b>Program Service Revenue</b>                                       | <b>2 a</b> PROGRAM SVC REVENUE  | <b>Business Code</b><br>900099                        | 887,878.      | 887,878.                           |                            |  |  |
|  | <b>b</b>  |   |               |                                    |                            |  |  |
|  | <b>c</b>  |   |               |                                    |                            |  |  |
|  | <b>d</b>  |   |               |                                    |                            |  |  |
|  | <b>e</b>  |   |               |                                    |                            |  |  |
|  | <b>f</b> All other program service revenue  |   |               |                                    |                            |  |  |
|  | <b>g Total.</b> Add lines 2a-2f   |   |               | 887,878.                           |                            |  |  |
| <b>Other Revenue</b>   | <b>3</b> Investment income (including dividends, interest, and other similar amounts)   |   | 8,397.        |                                    |                            | 8,397.   |  |
|  | <b>4</b> Income from investment of tax-exempt bond proceeds   |   |               |                                    |                            |  |  |
|  | <b>5</b> Royalties  |   |               |                                    |                            |  |  |
|  | <b>6 a</b> Gross rents  | (i) Real  |               |                                    |                            |  |  |
|  |   | (ii) Personal   |               |                                    |                            |  |  |
|  |   | <b>b</b> Less: rental expenses                        |               |                                    |                            |  |  |
|  |   | <b>c</b> Rental income or (loss)                      |               |                                    |                            |  |  |
|  | <b>d</b> Net rental income or (loss)  |   |               |                                    |                            |  |  |
|  | <b>7 a</b> Gross amount from sales of assets other than inventory   | (i) Securities  |               |                                    |                            |  |  |
|  |   | (ii) Other  |               |                                    |                            |  |  |
|  |   | <b>b</b> Less: cost or other basis and sales expenses |               |                                    |                            |  |  |
|  |   | <b>c</b> Gain or (loss)                               |               |                                    |                            |  |  |
|  | <b>d</b> Net gain or (loss)   |   |               |                                    |                            |  |  |
|  | <b>8 a</b> Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18 | <b>a</b>  | 385,693.      |                                    |                            |  |  |
|  |   | <b>b</b> Less: direct expenses                        | <b>b</b>      | 166,578.                           |                            |  |  |
| <b>c</b> Net income or (loss) from fundraising events                |   |   | 219,115.      |                                    |                            | 219,115.   |  |
| <b>9 a</b> Gross income from gaming activities. See Part IV, line 19 | <b>a</b>  |   |               |                                    |                            |  |  |
|  | <b>b</b> Less: direct expenses  | <b>b</b>  |               |                                    |                            |  |  |
|  | <b>c</b> Net income or (loss) from gaming activities  |   |               |                                    |                            |  |  |
| <b>10 a</b> Gross sales of inventory, less returns and allowances    | <b>a</b>  |   |               |                                    |                            |  |  |
|  | <b>b</b> Less: cost of goods sold   | <b>b</b>  |               |                                    |                            |  |  |
|  | <b>c</b> Net income or (loss) from sales of inventory   |   |               |                                    |                            |  |  |
| <b>Miscellaneous Revenue</b>   |   | <b>Business Code</b>                                  |               |                                    |                            |  |  |
| <b>11 a</b> OTHER SVC FEES   |   | 900099  | 849,006.      | 849,006.                           |                            |  |  |
|  | <b>b</b> OTHER INCOME   |   | 15,587.       |                                    |                            | 15,587.  |  |
|  | <b>c</b>  |   |               |                                    |                            |  |  |
|  | <b>d</b> All other revenue  |   |               |                                    |                            |  |  |
| <b>e Total.</b> Add lines 11a-11d                                    |   |   | 864,593.      |                                    |                            |  |  |
| <b>12 Total revenue.</b> See instructions.                           |   |   | 16,298,991.   | 1,736,884.                         | 0.                         | 243,099.   |  |

**Part IX Statement of Functional Expenses**

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

Check if Schedule O contains a response or note to any line in this Part IX

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.   | (A)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|--|-----------------------|---------------------------------|--|-----------------------------|
| <b>1</b> Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21  | 307,917.              | 307,917.                        |  |                             |
| <b>2</b> Grants and other assistance to domestic individuals. See Part IV, line 22   | 2,042,748.            | 2,042,748.                      |  |                             |
| <b>3</b> Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16  |                       |                                 |  |                             |
| <b>4</b> Benefits paid to or for members   |                       |                                 |  |                             |
| <b>5</b> Compensation of current officers, directors, trustees, and key employees  | 454,280.              | 144,445.                        | 309,835.                               |                             |
| <b>6</b> Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)   |                       |                                 |  |                             |
| <b>7</b> Other salaries and wages  | 7,164,615.            | 6,174,750.                      | 701,758.                               | 288,107.                    |
| <b>8</b> Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)  | 258,649.              | 227,503.                        | 23,201.                                | 7,945.                      |
| <b>9</b> Other employee benefits   | 1,311,664.            | 1,180,197.                      | 98,780.                                | 32,687.                     |
| <b>10</b> Payroll taxes  | 665,493.              | 557,916.                        | 83,789.                                | 23,788.                     |
| <b>11</b> Fees for services (non-employees):   |                       |                                 |  |                             |
| <b>a</b> Management  |                       |                                 |  |                             |
| <b>b</b> Legal   | 6,071.                | 4,659.                          | 1,296.                                 | 116.                        |
| <b>c</b> Accounting  | 49,813.               | 38,228.                         | 10,631.                                | 954.                        |
| <b>d</b> Lobbying  |                       |                                 |  |                             |
| <b>e</b> Professional fundraising services. See Part IV, line 17   |                       |                                 |  |                             |
| <b>f</b> Investment management fees  |                       |                                 |  |                             |
| <b>g</b> Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)   | 175,115.              | 134,388.                        | 37,372.                                | 3,355.                      |
| <b>12</b> Advertising and promotion  | 34,130.               | 28,916.                         | 3,388.                                 | 1,826.                      |
| <b>13</b> Office expenses  | 592,501.              | 501,985.                        | 58,810.                                | 31,706.                     |
| <b>14</b> Information technology   |                       |                                 |  |                             |
| <b>15</b> Royalties  |                       |                                 |  |                             |
| <b>16</b> Occupancy  | 2,052,896.            | 1,944,710.                      | 85,032.                                | 23,154.                     |
| <b>17</b> Travel   | 46,791.               | 39,643.                         | 4,644.                                 | 2,504.                      |
| <b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials   |                       |                                 |  |                             |
| <b>19</b> Conferences, conventions, and meetings   |                       |                                 |  |                             |
| <b>20</b> Interest   |                       |                                 |  |                             |
| <b>21</b> Payments to affiliates   |                       |                                 |  |                             |
| <b>22</b> Depreciation, depletion, and amortization  | 249,984.              | 249,614.                        | 370.                                   |                             |
| <b>23</b> Insurance  | 93,706.               | 90,836.                         | 2,166.                                 | 704.                        |
| <b>24</b> Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.) |                       |                                 |  |                             |
| <b>a</b> PROGRAM SERVICES  | 436,647.              | 436,647.                        |  |                             |
| <b>b</b> OTHER EXPENSES  | 372,805.              | 315,852.                        | 37,002.                                | 19,951.                     |
| <b>c</b>   |                       |                                 |  |                             |
| <b>d</b>   |                       |                                 |  |                             |
| <b>e</b> All other expenses  |                       |                                 |  |                             |
| <b>25</b> Total functional expenses. Add lines 1 through 24e   | 16,315,825.           | 14,420,954.                     | 1,458,074.                             | 436,797.                    |
| <b>26</b> Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.                                     |                       |                                 |  |                             |

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

**Part X Balance Sheet**

Check if Schedule O contains a response or note to any line in this Part X

|   |  | (A)                   |            | (B)         |
|---|--|-----------------------|------------|-------------|
|   |  | Beginning of year     |            | End of year |
| <b>Assets</b>   | <b>1</b> Cash - non-interest-bearing .....   | 2,094,547.            | <b>1</b>   | 1,610,729.  |
|   | <b>2</b> Savings and temporary cash investments .....  | 957,267.              | <b>2</b>   | 760,935.    |
|   | <b>3</b> Pledges and grants receivable, net .....  | 814,512.              | <b>3</b>   | 1,281,973.  |
|   | <b>4</b> Accounts receivable, net .....  | 7,520.                | <b>4</b>   | 28,147.     |
|   | <b>5</b> Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L .....   |                       | <b>5</b>   |             |
|   | <b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L ..... |                       | <b>6</b>   |             |
|   | <b>7</b> Notes and loans receivable, net .....   |                       | <b>7</b>   |             |
|   | <b>8</b> Inventories for sale or use .....   |                       | <b>8</b>   |             |
|   | <b>9</b> Prepaid expenses and deferred charges .....   | 178,487.              | <b>9</b>   | 177,447.    |
|   | <b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D .....   | <b>10a</b> 5,873,881. |            |             |
|   | <b>b</b> Less: accumulated depreciation .....  | <b>10b</b> 3,700,722. |            |             |
|   |  | 1,897,684.            | <b>10c</b> | 2,173,159.  |
|   | <b>11</b> Investments - publicly traded securities .....   | 103,528.              | <b>11</b>  | 113,322.    |
|   | <b>12</b> Investments - other securities. See Part IV, line 11 .....   | 365,000.              | <b>12</b>  | 365,000.    |
|   | <b>13</b> Investments - program-related. See Part IV, line 11 .....  |                       | <b>13</b>  |             |
|   | <b>14</b> Intangible assets .....  |                       | <b>14</b>  |             |
| <b>15</b> Other assets. See Part IV, line 11 .....                        | 642,601.   | <b>15</b>             | 759,354.   |             |
| <b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34) ..... | 7,061,146.   | <b>16</b>             | 7,270,066. |             |
| <b>Liabilities</b>  | <b>17</b> Accounts payable and accrued expenses .....  | 748,371.              | <b>17</b>  | 1,042,114.  |
|   | <b>18</b> Grants payable .....   |                       | <b>18</b>  |             |
|   | <b>19</b> Deferred revenue .....   |                       | <b>19</b>  |             |
|   | <b>20</b> Tax-exempt bond liabilities .....  |                       | <b>20</b>  |             |
|   | <b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D .....  | 156,437.              | <b>21</b>  | 56,772.     |
|   | <b>22</b> Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L .....   |                       | <b>22</b>  |             |
|   | <b>23</b> Secured mortgages and notes payable to unrelated third parties .....   |                       | <b>23</b>  |             |
|   | <b>24</b> Unsecured notes and loans payable to unrelated third parties .....   |                       | <b>24</b>  |             |
|   | <b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D .....  | 264,255.              | <b>25</b>  | 289,866.    |
|   | <b>26 Total liabilities.</b> Add lines 17 through 25 .....   | 1,169,063.            | <b>26</b>  | 1,388,752.  |
| <b>Net Assets or Fund Balances</b>  | <b>Organizations that follow SFAS 117 (ASC 958), check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>  |                       |            |             |
|   | <b>27</b> Unrestricted net assets .....  | 2,253,513.            | <b>27</b>  | 2,863,568.  |
|   | <b>28</b> Temporarily restricted net assets .....  | 3,591,035.            | <b>28</b>  | 2,970,211.  |
|   | <b>29</b> Permanently restricted net assets .....  | 47,535.               | <b>29</b>  | 47,535.     |
|   | <b>Organizations that do not follow SFAS 117 (ASC 958), check here</b> <input type="checkbox"/> <b>and complete lines 30 through 34.</b>   |                       |            |             |
|   | <b>30</b> Capital stock or trust principal, or current funds .....   |                       | <b>30</b>  |             |
|   | <b>31</b> Paid-in or capital surplus, or land, building, or equipment fund .....   |                       | <b>31</b>  |             |
|   | <b>32</b> Retained earnings, endowment, accumulated income, or other funds .....   |                       | <b>32</b>  |             |
|   | <b>33</b> Total net assets or fund balances .....  | 5,892,083.            | <b>33</b>  | 5,881,314.  |
| <b>34</b> Total liabilities and net assets/fund balances .....            | 7,061,146.   | <b>34</b>             | 7,270,066. |             |

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response or note to any line in this Part XI

|           |  |           |             |
|-----------|--|-----------|-------------|
| <b>1</b>  | Total revenue (must equal Part VIII, column (A), line 12)  | <b>1</b>  | 16,298,991. |
| <b>2</b>  | Total expenses (must equal Part IX, column (A), line 25)   | <b>2</b>  | 16,315,825. |
| <b>3</b>  | Revenue less expenses. Subtract line 2 from line 1   | <b>3</b>  | -16,834.    |
| <b>4</b>  | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))                      | <b>4</b>  | 5,892,083.  |
| <b>5</b>  | Net unrealized gains (losses) on investments   | <b>5</b>  | 6,065.      |
| <b>6</b>  | Donated services and use of facilities   | <b>6</b>  |             |
| <b>7</b>  | Investment expenses  | <b>7</b>  |             |
| <b>8</b>  | Prior period adjustments   | <b>8</b>  |             |
| <b>9</b>  | Other changes in net assets or fund balances (explain in Schedule O)   | <b>9</b>  | 0.          |
| <b>10</b> | Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B)) | <b>10</b> | 5,881,314.  |

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response or note to any line in this Part XII

|           |   | Yes | No |
|-----------|---|-----|----|
| <b>1</b>  | Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____<br>If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.   |     |    |
| <b>2a</b> | Were the organization's financial statements compiled or reviewed by an independent accountant? _____<br>If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:<br><input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis |     | X  |
| <b>b</b>  | Were the organization's financial statements audited by an independent accountant? _____<br>If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:<br><input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis                | X   |    |
| <b>c</b>  | If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____<br>If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.   | X   |    |
| <b>3a</b> | As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____  | X   |    |
| <b>b</b>  | If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____  | X   |    |



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

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

**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ▶  | (a) 2010   | (b) 2011   | (c) 2012    | (d) 2013    | (e) 2014    | (f) Total   |
|--|------------|------------|-------------|-------------|-------------|-------------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....  | 7,105,762. | 8,073,986. | 12,514,307. | 10,459,165. | 14,538,123. | 52,691,343. |
| <b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....   |            |            |             |             |             |             |
| <b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge ...   |            |            |             |             |             |             |
| <b>4 Total.</b> Add lines 1 through 3 .....  | 7,105,762. | 8,073,986. | 12,514,307. | 10,459,165. | 14,538,123. | 52,691,343. |
| <b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) ..... |            |            |             |             |             | 1,139,583.  |
| <b>6 Public support.</b> Subtract line 5 from line 4.  |            |            |             |             |             | 51,551,760. |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ▶  | (a) 2010   | (b) 2011   | (c) 2012    | (d) 2013    | (e) 2014    | (f) Total                |
|--|------------|------------|-------------|-------------|-------------|--------------------------|
| <b>7</b> Amounts from line 4 .....   | 7,105,762. | 8,073,986. | 12,514,307. | 10,459,165. | 14,538,123. | 52,691,343.              |
| <b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ...  | 11,611.    | 6,097.     | 8,299.      | 9,018.      | 8,397.      | 43,422.                  |
| <b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on ...  |            |            |             |             |             |                          |
| <b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....  | 416,851.   | 183,766.   | 926,205.    | 880,767.    | 864,593.    | 3,272,182.               |
| <b>11 Total support.</b> Add lines 7 through 10  |            |            |             |             |             | 56,006,947.              |
| <b>12</b> Gross receipts from related activities, etc. (see instructions) .....  |            |            |             |             | 12          | 3,585,959.               |
| <b>13 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> ..... |            |            |             |             |             | <input type="checkbox"/> |

**Section C. Computation of Public Support Percentage**

|   |                                     |         |
|---|-------------------------------------|---------|
| <b>14</b> Public support percentage for 2014 (line 6, column (f) divided by line 11, column (f)) .....  | <b>14</b>                           | 92.05 % |
| <b>15</b> Public support percentage from 2013 Schedule A, Part II, line 14 .....  | <b>15</b>                           | 91.73 % |
| <b>16a 33 1/3% support test - 2014.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....  | <input checked="" type="checkbox"/> |         |
| <b>b 33 1/3% support test - 2013.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....   | <input type="checkbox"/>            |         |
| <b>17a 10% -facts-and-circumstances test - 2014.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization .....    | <input type="checkbox"/>            |         |
| <b>b 10% -facts-and-circumstances test - 2013.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ..... | <input type="checkbox"/>            |         |
| <b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions .....  | <input type="checkbox"/>            |         |

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

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

**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ►   | (a) 2010 | (b) 2011 | (c) 2012 | (d) 2013 | (e) 2014 | (f) Total |
|---|----------|----------|----------|----------|----------|-----------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....   |          |          |          |          |          |           |
| <b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose |          |          |          |          |          |           |
| <b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 .....   |          |          |          |          |          |           |
| <b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....  |          |          |          |          |          |           |
| <b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge ...  |          |          |          |          |          |           |
| <b>6 Total.</b> Add lines 1 through 5 .....   |          |          |          |          |          |           |
| <b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons  |          |          |          |          |          |           |
| <b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year .....     |          |          |          |          |          |           |
| <b>c</b> Add lines 7a and 7b .....  |          |          |          |          |          |           |
| <b>8 Public support.</b> (Subtract line 7c from line 6.)  |          |          |          |          |          |           |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ►   | (a) 2010 | (b) 2011 | (c) 2012 | (d) 2013 | (e) 2014 | (f) Total |
|---|----------|----------|----------|----------|----------|-----------|
| <b>9</b> Amounts from line 6 .....  |          |          |          |          |          |           |
| <b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ... |          |          |          |          |          |           |
| <b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 .....                        |          |          |          |          |          |           |
| <b>c</b> Add lines 10a and 10b .....  |          |          |          |          |          |           |
| <b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on .....   |          |          |          |          |          |           |
| <b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....                               |          |          |          |          |          |           |
| <b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.)  |          |          |          |          |          |           |

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

**Section C. Computation of Public Support Percentage**

|  |           |   |
|--|-----------|---|
| <b>15</b> Public support percentage for 2014 (line 8, column (f) divided by line 13, column (f)) ..... | <b>15</b> | % |
| <b>16</b> Public support percentage from 2013 Schedule A, Part III, line 15 .....                      | <b>16</b> | % |

**Section D. Computation of Investment Income Percentage**

|   |           |   |
|---|-----------|---|
| <b>17</b> Investment income percentage for 2014 (line 10c, column (f) divided by line 13, column (f)) ..... | <b>17</b> | % |
| <b>18</b> Investment income percentage from 2013 Schedule A, Part III, line 17 .....                        | <b>18</b> | % |

**19a 33 1/3% support tests - 2014.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ..... ►

**b 33 1/3% support tests - 2013.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ..... ►

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ..... ►



**Part IV Supporting Organizations**

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

**Section A. All Supporting Organizations**

|  | Yes | No |
|--|-----|----|
| <b>1</b> Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No" describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>   |     |    |
| <b>2</b> Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>   |     |    |
| <b>3a</b> Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>   |     |    |
| <b>b</b> Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>   |     |    |
| <b>c</b> Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>  |     |    |
| <b>4a</b> Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.</i>   |     |    |
| <b>b</b> Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>  |     |    |
| <b>c</b> Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>   |     |    |
| <b>5a</b> Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).</i> |     |    |
| <b>b Type I or Type II only.</b> Was any added or substituted supported organization part of a class already designated in the organization's organizing document?   |     |    |
| <b>c Substitutions only.</b> Was the substitution the result of an event beyond the organization's control?  |     |    |
| <b>6</b> Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations; (b) individuals that are part of the charitable class benefited by one or more of its supported organizations; or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>   |     |    |
| <b>7</b> Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>  |     |    |
| <b>8</b> Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>  |     |    |
| <b>9a</b> Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>  |     |    |
| <b>b</b> Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>  |     |    |
| <b>c</b> Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>   |     |    |
| <b>10a</b> Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer (b) below.</i>   |     |    |
| <b>b</b> Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>   |     |    |

**Part IV Supporting Organizations** (continued)

|  | Yes | No |
|--|-----|----|
| <b>11</b> Has the organization accepted a gift or contribution from any of the following persons?  |     |    |
| <b>a</b> A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization? |     |    |
| <b>b</b> A family member of a person described in (a) above?   |     |    |
| <b>c</b> A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in <b>Part VI</b> .                                       |     |    |

**Section B. Type I Supporting Organizations**

|   | Yes | No |
|---|-----|----|
| <b>1</b> Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in <b>Part VI</b> how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year. |     |    |
| <b>2</b> Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in <b>Part VI</b> how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.   |     |    |

**Section C. Type II Supporting Organizations**

|  | Yes | No |
|--|-----|----|
| <b>1</b> Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in <b>Part VI</b> how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s). |     |    |

**Section D. Type III Supporting Organizations**

|  | Yes | No |
|--|-----|----|
| <b>1</b> Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided? |     |    |
| <b>2</b> Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in <b>Part VI</b> how the organization maintained a close and continuous working relationship with the supported organization(s).  |     |    |
| <b>3</b> By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in <b>Part VI</b> the role the organization's supported organizations played in this regard.   |     |    |

**Section E. Type III Functionally-Integrated Supporting Organizations**

|   |     |    |
|---|-----|----|
| <b>1</b> Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):  |     |    |
| <b>a</b> <input type="checkbox"/> The organization satisfied the Activities Test. Complete <b>line 2</b> below.   |     |    |
| <b>b</b> <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete <b>line 3</b> below.  |     |    |
| <b>c</b> <input type="checkbox"/> The organization supported a governmental entity. Describe in <b>Part VI</b> how you supported a government entity (see instructions).  |     |    |
| <b>2</b> Activities Test. Answer (a) and (b) below.   |     |    |
| <b>a</b> Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in <b>Part VI</b> identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities. | Yes | No |
| <b>b</b> Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in <b>Part VI</b> the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.  |     |    |
| <b>3</b> Parent of Supported Organizations. Answer (a) and (b) below.   |     |    |
| <b>a</b> Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in <b>Part VI</b> .   |     |    |
| <b>b</b> Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in <b>Part VI</b> the role played by the organization in this regard.   |     |    |

**Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

1  Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

| <b>Section A - Adjusted Net Income</b> |  | (A) Prior Year | (B) Current Year (optional) |
|--|--|----------------|-----------------------------|
| 1                                      | Net short-term capital gain  | 1              |                             |
| 2                                      | Recoveries of prior-year distributions   | 2              |                             |
| 3                                      | Other gross income (see instructions)  | 3              |                             |
| 4                                      | Add lines 1 through 3  | 4              |                             |
| 5                                      | Depreciation and depletion   | 5              |                             |
| 6                                      | Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions) | 6              |                             |
| 7                                      | Other expenses (see instructions)  | 7              |                             |
| 8                                      | <b>Adjusted Net Income</b> (subtract lines 5, 6 and 7 from line 4)   | 8              |                             |

| <b>Section B - Minimum Asset Amount</b> |   | (A) Prior Year | (B) Current Year (optional) |
|---|---|----------------|-----------------------------|
| 1                                       | Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year): |                |                             |
| a                                       | Average monthly value of securities   | 1a             |                             |
| b                                       | Average monthly cash balances   | 1b             |                             |
| c                                       | Fair market value of other non-exempt-use assets  | 1c             |                             |
| d                                       | <b>Total</b> (add lines 1a, 1b, and 1c)   | 1d             |                             |
| e                                       | <b>Discount</b> claimed for blockage or other factors (explain in detail in <b>Part VI</b> ):                                   |                |                             |
| 2                                       | Acquisition indebtedness applicable to non-exempt-use assets  | 2              |                             |
| 3                                       | Subtract line 2 from line 1d  | 3              |                             |
| 4                                       | Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).                                 | 4              |                             |
| 5                                       | Net value of non-exempt-use assets (subtract line 4 from line 3)  | 5              |                             |
| 6                                       | Multiply line 5 by .035   | 6              |                             |
| 7                                       | Recoveries of prior-year distributions  | 7              |                             |
| 8                                       | <b>Minimum Asset Amount</b> (add line 7 to line 6)  | 8              |                             |

| <b>Section C - Distributable Amount</b> |   |   | Current Year |
|---|---|---|--------------|
| 1                                       | Adjusted net income for prior year (from Section A, line 8, Column A)   | 1 |              |
| 2                                       | Enter 85% of line 1   | 2 |              |
| 3                                       | Minimum asset amount for prior year (from Section B, line 8, Column A)  | 3 |              |
| 4                                       | Enter greater of line 2 or line 3   | 4 |              |
| 5                                       | Income tax imposed in prior year  | 5 |              |
| 6                                       | <b>Distributable Amount.</b> Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)  | 6 |              |
| 7                                       | <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions). |   |              |

**Part V** Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations *(continued)*

| Section D - Distributions   | Current Year |
|---|--------------|
| <b>1</b> Amounts paid to supported organizations to accomplish exempt purposes  |              |
| <b>2</b> Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity              |              |
| <b>3</b> Administrative expenses paid to accomplish exempt purposes of supported organizations  |              |
| <b>4</b> Amounts paid to acquire exempt-use assets  |              |
| <b>5</b> Qualified set-aside amounts (prior IRS approval required)  |              |
| <b>6</b> Other distributions (describe in <b>Part VI</b> ). See instructions.   |              |
| <b>7 Total annual distributions.</b> Add lines 1 through 6.   |              |
| <b>8</b> Distributions to attentive supported organizations to which the organization is responsive (provide details in <b>Part VI</b> ). See instructions. |              |
| <b>9</b> Distributable amount for 2014 from Section C, line 6   |              |
| <b>10</b> Line 8 amount divided by Line 9 amount  |              |

| Section E - Distribution Allocations (see instructions)  | (i)<br>Excess Distributions | (ii)<br>Underdistributions<br>Pre-2014 | (iii)<br>Distributable<br>Amount for 2014 |
|--|-----------------------------|--|---|
| <b>1</b> Distributable amount for 2014 from Section C, line 6  |                             |  |   |
| <b>2</b> Underdistributions, if any, for years prior to 2014 (reasonable cause required-see instructions)  |                             |  |   |
| <b>3</b> Excess distributions carryover, if any, to 2014:  |                             |  |   |
| <b>a</b>   |                             |  |   |
| <b>b</b>   |                             |  |   |
| <b>c</b>   |                             |  |   |
| <b>d</b>   |                             |  |   |
| <b>e</b> From 2013   |                             |  |   |
| <b>f Total</b> of lines 3a through e   |                             |  |   |
| <b>g</b> Applied to underdistributions of prior years  |                             |  |   |
| <b>h</b> Applied to 2014 distributable amount  |                             |  |   |
| <b>i</b> Carryover from 2009 not applied (see instructions)  |                             |  |   |
| <b>j</b> Remainder. Subtract lines 3g, 3h, and 3i from 3f.   |                             |  |   |
| <b>4</b> Distributions for 2014 from Section D, line 7: \$   |                             |  |   |
| <b>a</b> Applied to underdistributions of prior years  |                             |  |   |
| <b>b</b> Applied to 2014 distributable amount  |                             |  |   |
| <b>c</b> Remainder. Subtract lines 4a and 4b from 4.   |                             |  |   |
| <b>5</b> Remaining underdistributions for years prior to 2014, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions). |                             |  |   |
| <b>6</b> Remaining underdistributions for 2014. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).                        |                             |  |   |
| <b>7 Excess distributions carryover to 2015.</b> Add lines 3j and 4c.  |                             |  |   |
| <b>8</b> Breakdown of line 7:  |                             |  |   |
| <b>a</b>   |                             |  |   |
| <b>b</b>   |                             |  |   |
| <b>c</b>   |                             |  |   |
| <b>d</b> Excess from 2013  |                             |  |   |
| <b>e</b> Excess from 2014  |                             |  |   |



**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Name of the organization

SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION

Employer identification number

94-2260626

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( 3 ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ..... ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

|   |   |
|---|---|
| <b>Name of organization</b><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | <b>Employer identification number</b><br>94-2260626 |
|---|---|

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution   |
|------------|-----------------------------------|----------------------------|---|
| 1          | _____<br>_____<br>_____           | \$ _____ 350,000.          | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
| 2          | _____<br>_____<br>_____           | \$ _____ 250,000.          | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
| 3          | _____<br>_____<br>_____           | \$ _____ 300,000.          | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
| _____      | _____<br>_____<br>_____           | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |
| _____      | _____<br>_____<br>_____           | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |
| _____      | _____<br>_____<br>_____           | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |

|   |   |
|---|---|
| <b>Name of organization</b><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | <b>Employer identification number</b><br>94-2260626 |
|---|---|

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--|--|----------------------|
|                              |  | \$ _____                                       |                      |
|                              |  | \$ _____                                       |                      |
|                              |  | \$ _____                                       |                      |
|                              |  | \$ _____                                       |                      |
|                              |  | \$ _____                                       |                      |
|                              |  | \$ _____                                       |                      |
|                              |  | \$ _____                                       |                      |



|   |   |
|---|---|
| <b>Name of organization</b><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | <b>Employer identification number</b><br>94-2260626 |
|---|---|

**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once.) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

| (a) No. from Part I                            | (b) Purpose of gift | (c) Use of gift                                 | (d) Description of how gift is held |
|--|---------------------|---|-------------------------------------|
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |
|  |                     |   |                                     |

**SCHEDULE C**  
**(Form 990 or 990-EZ)**

**Political Campaign and Lobbying Activities**

OMB No. 1545-0047

**2014**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

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

▶ **Information about Schedule C (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

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

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

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

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

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

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

|  |  |
|--|--|
| Name of organization<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | Employer identification number<br>94-2260626 |
|--|--|

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

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

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

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

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

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

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

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

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

| Limits on Lobbying Expenditures<br>(The term "expenditures" means amounts paid or incurred.)  |   | (a) Filing organization's totals                | (b) Affiliated group totals                              |                    |                               |   |  |   |  |  |   |                   |              |  |  |
|---|---|---|--|--------------------|-------------------------------|---|--|---|--|--|---|-------------------|--------------|--|--|
| <b>1a</b>   | Total lobbying expenditures to influence public opinion (grass roots lobbying)  |   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>b</b>  | Total lobbying expenditures to influence a legislative body (direct lobbying)   | 25,000.   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>c</b>  | Total lobbying expenditures (add lines 1a and 1b)   | 25,000.   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>d</b>  | Other exempt purpose expenditures   | 14,395,954.                                     |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>e</b>  | Total exempt purpose expenditures (add lines 1c and 1d)   | 14,420,954.                                     |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>f</b>  | Lobbying nontaxable amount. Enter the amount from the following table in both columns.  | 871,048.  |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <table border="1"> <thead> <tr> <th>If the amount on line 1e, column (a) or (b) is:</th> <th>The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table> |   | If the amount on line 1e, column (a) or (b) is: | The lobbying nontaxable amount is:                       | Not over \$500,000 | 20% of the amount on line 1e. | Over \$500,000 but not over \$1,000,000 | \$100,000 plus 15% of the excess over \$500,000. | Over \$1,000,000 but not over \$1,500,000 | \$175,000 plus 10% of the excess over \$1,000,000. | Over \$1,500,000 but not over \$17,000,000 | \$225,000 plus 5% of the excess over \$1,500,000. | Over \$17,000,000 | \$1,000,000. |  |  |
| If the amount on line 1e, column (a) or (b) is:   | The lobbying nontaxable amount is:  |   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| Not over \$500,000  | 20% of the amount on line 1e.   |   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| Over \$500,000 but not over \$1,000,000   | \$100,000 plus 15% of the excess over \$500,000.  |   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| Over \$1,000,000 but not over \$1,500,000   | \$175,000 plus 10% of the excess over \$1,000,000.  |   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| Over \$1,500,000 but not over \$17,000,000  | \$225,000 plus 5% of the excess over \$1,500,000.   |   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| Over \$17,000,000   | \$1,000,000.  |   |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>g</b>  | Grassroots nontaxable amount (enter 25% of line 1f)   | 217,762.  |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>h</b>  | Subtract line 1g from line 1a. If zero or less, enter -0-   | 0.  |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>i</b>  | Subtract line 1f from line 1c. If zero or less, enter -0-   | 0.  |  |                    |                               |   |  |   |  |  |   |                   |              |  |  |
| <b>j</b>  | If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? |   | <input type="checkbox"/> Yes <input type="checkbox"/> No |                    |                               |   |  |   |  |  |   |                   |              |  |  |

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

| Lobbying Expenditures During 4-Year Averaging Period                |          |          |          |          |            |
|---|----------|----------|----------|----------|------------|
| Calendar year<br>(or fiscal year beginning in)                      | (a) 2011 | (b) 2012 | (c) 2013 | (d) 2014 | (e) Total  |
| <b>2a</b> Lobbying nontaxable amount                                | 524,690. | 586,610. | 682,919. | 871,048. | 2,665,267. |
| <b>b</b> Lobbying ceiling amount<br>(150% of line 2a, column(e))    |          |          |          |          | 3,997,901. |
| <b>c</b> Total lobbying expenditures                                | 44,200.  | 44,200.  | 40,000.  | 25,000.  | 153,400.   |
| <b>d</b> Grassroots nontaxable amount                               | 131,173. | 146,653. | 170,730. | 217,762. | 666,318.   |
| <b>e</b> Grassroots ceiling amount<br>(150% of line 2d, column (e)) |          |          |          |          | 999,477.   |
| <b>f</b> Grassroots lobbying expenditures                           | 5,100.   | 5,100.   | 15,000.  | 0.       | 25,200.    |

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

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

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

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

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

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

**Part IV Supplemental Information**

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

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**SCHEDULE D**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

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

OMB No. 1545-0047

**2014**

**Open to Public Inspection**

▶ **Information about Schedule D (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

**Name of the organization** SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION  
**Employer identification number** 94-2260626

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

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

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

- Purpose(s) of conservation easements held by the organization (check all that apply).  
 Preservation of land for public use (e.g., recreation or education)     Preservation of a historically important land area  
 Protection of natural habitat     Preservation of a certified historic structure  
 Preservation of open space
- Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.
 

|  | Held at the End of the Tax Year |
|--|---------------------------------|
| a Total number of conservation easements .....   | 2a                              |
| b Total acreage restricted by conservation easements .....   | 2b                              |
| c Number of conservation easements on a certified historic structure included in (a) .....   | 2c                              |
| d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register ..... | 2d                              |
- Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ \_\_\_\_\_
- Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_
- Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? .....
- Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ \_\_\_\_\_
- Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ \_\_\_\_\_
- Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? .....
- In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

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

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

- If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.
  - If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
    - Revenue included in Form 990, Part VIII, line 1 .....
    - Assets included in Form 990, Part X .....
- If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
  - Revenue included in Form 990, Part VIII, line 1 .....
  - Assets included in Form 990, Part X .....

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

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

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

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

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

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

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

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

|                                 | Amount     |
|---------------------------------|------------|
| c Beginning balance             | 156,427.   |
| d Additions during the year     | 1,665,062. |
| e Distributions during the year | 1,764,677. |
| f Ending balance                | 56,812.    |

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?  Yes  No

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

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

|  | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance                     | 47,535.          | 47,535.        | 47,535.            | 47,535.              | 58,063.             |
| b Contributions                                  |                  |                |                    |                      |                     |
| c Net investment earnings, gains, and losses     |                  |                |                    |                      | -10,528.            |
| d Grants or scholarships                         |                  |                |                    |                      |                     |
| e Other expenditures for facilities and programs |                  |                |                    |                      |                     |
| f Administrative expenses                        |                  |                |                    |                      |                     |
| g End of year balance                            | 47,535.          | 47,535.        | 47,535.            | 47,535.              | 47,535.             |

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

- a Board designated or quasi-endowment  \_\_\_\_\_ %
- b Permanent endowment  \_\_\_\_\_ %
- c Temporarily restricted endowment  100.00 %

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

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

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

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

**Part VI Land, Buildings, and Equipment.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

| Description of property  | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--|--------------------------------------|---------------------------------|------------------------------|----------------|
| 1a Land  |                                      | 228,582.                        |                              | 228,582.       |
| b Buildings  |                                      | 533,358.                        | 296,681.                     | 236,677.       |
| c Leasehold improvements   |                                      | 4,804,817.                      | 3,182,503.                   | 1,622,314.     |
| d Equipment  |                                      | 173,527.                        | 162,988.                     | 10,539.        |
| e Other  |                                      | 133,597.                        | 58,550.                      | 75,047.        |
| <b>Total.</b> Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.) |                                      |                                 |                              | 2,173,159.     |

**Part VII Investments - Other Securities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

| (a) Description of security or category (including name of security)      | (b) Book value | (c) Method of valuation: Cost or end-of-year market value |
|---|----------------|---|
| (1) Financial derivatives .....   |                |   |
| (2) Closely-held equity interests .....                                   |                |   |
| (3) Other .....   |                |   |
| (A) INVESTMENTS IN RELATED PARTY  | 365,000.       | COST  |
| (B)   |                |   |
| (C)   |                |   |
| (D)   |                |   |
| (E)   |                |   |
| (F)   |                |   |
| (G)   |                |   |
| (H)   |                |   |
| <b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶ | 365,000.       |   |

**Part VIII Investments - Program Related.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

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

**Part IX Other Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

| (a) Description   | (b) Book value |
|---|----------------|
| (1) OPERATING RESERVES  | 334,690.       |
| (2) REPLACEMENT RESERVES  | 301,367.       |
| (3) DEPOSITS  | 51,931.        |
| (4) DUE FROM RELATED PARTY  | 71,366.        |
| (5)   |                |
| (6)   |                |
| (7)   |                |
| (8)   |                |
| (9)   |                |
| <b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶ | 759,354.       |

**Part X Other Liabilities.**

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

| 1. (a) Description of liability   | (b) Book value |
|---|----------------|
| (1) Federal income taxes  |                |
| (2) TENANT SECURITY DEPOSIT PAYABLE   | 153,991.       |
| (3) RESIDUAL RECEIPTS NOTES PAYABLE- SHORT TERM                             | 106,508.       |
| (4) RESIDUAL RECEIPTS NOTES PAYABLE- LONG TERM                              | 29,367.        |
| (5)   |                |
| (6)   |                |
| (7)   |                |
| (8)   |                |
| (9)   |                |
| <b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶ | 289,866.       |

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

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

|          |  |           |          |             |
|----------|--|-----------|----------|-------------|
| <b>1</b> | Total revenue, gains, and other support per audited financial statements                       |           | <b>1</b> | 16,305,057. |
| <b>2</b> | Amounts included on line 1 but not on Form 990, Part VIII, line 12:                            |           |          |             |
| <b>a</b> | Net unrealized gains (losses) on investments   | <b>2a</b> | 6,065.   |             |
| <b>b</b> | Donated services and use of facilities   | <b>2b</b> |          |             |
| <b>c</b> | Recoveries of prior year grants  | <b>2c</b> |          |             |
| <b>d</b> | Other (Describe in Part XIII.)   | <b>2d</b> | 1.       |             |
| <b>e</b> | Add lines <b>2a</b> through <b>2d</b>  | <b>2e</b> |          | 6,066.      |
| <b>3</b> | Subtract line <b>2e</b> from line <b>1</b>   |           | <b>3</b> | 16,298,991. |
| <b>4</b> | Amounts included on Form 990, Part VIII, line 12, but not on line 1:                           |           |          |             |
| <b>a</b> | Investment expenses not included on Form 990, Part VIII, line 7b                               | <b>4a</b> |          |             |
| <b>b</b> | Other (Describe in Part XIII.)   | <b>4b</b> |          |             |
| <b>c</b> | Add lines <b>4a</b> and <b>4b</b>  | <b>4c</b> |          | 0.          |
| <b>5</b> | Total revenue. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12.) |           | <b>5</b> | 16,298,991. |

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

|          |   |           |          |             |
|----------|---|-----------|----------|-------------|
| <b>1</b> | Total expenses and losses per audited financial statements                                      |           | <b>1</b> | 16,315,825. |
| <b>2</b> | Amounts included on line 1 but not on Form 990, Part IX, line 25:                               |           |          |             |
| <b>a</b> | Donated services and use of facilities  | <b>2a</b> |          |             |
| <b>b</b> | Prior year adjustments  | <b>2b</b> |          |             |
| <b>c</b> | Other losses  | <b>2c</b> |          |             |
| <b>d</b> | Other (Describe in Part XIII.)  | <b>2d</b> |          |             |
| <b>e</b> | Add lines <b>2a</b> through <b>2d</b>   | <b>2e</b> |          | 0.          |
| <b>3</b> | Subtract line <b>2e</b> from line <b>1</b>  |           | <b>3</b> | 16,315,825. |
| <b>4</b> | Amounts included on Form 990, Part IX, line 25, but not on line 1:                              |           |          |             |
| <b>a</b> | Investment expenses not included on Form 990, Part VIII, line 7b                                | <b>4a</b> |          |             |
| <b>b</b> | Other (Describe in Part XIII.)  | <b>4b</b> |          |             |
| <b>c</b> | Add lines <b>4a</b> and <b>4b</b>   | <b>4c</b> |          | 0.          |
| <b>5</b> | Total expenses. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18.) |           | <b>5</b> | 16,315,825. |

**Part XIII Supplemental Information.**

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

**PART IV, LINE 2B:**

VETERANS MAY ELECT SWORDS TO PLOWSHARES TO RECEIVE THEIR MONTHLY BENEFITS INCOME. FOR MOST VETERANS, THE ORGANIZATION PAYS THEIR RENT AND GIVES THE REMAINING FUNDS TO THE CLIENT. SEVERAL VETERANS MAINTAIN A BALANCE.

THE BEGINNING BALANCE WAS UPDATED WITH A PRIOR PERIOD ADJUSTMENT OF (\$10).

**PART V, LINE 4:**

THE ORGANIZATION'S ENDOWMENT FUND SUPPORTS THE VETERANS ACADEMY.

**PART X, LINE 2:**

THE ORGANIZATION QUALIFIES AS A TAX-EXEMPT ORGANIZATION UNDER SECTION



**Part XIII** Supplemental Information (continued)

501(C)(3) OF THE INTERNAL REVENUE CODE AND BY CALIFORNIA REVENUE AND  
TAXATION CODE SECTION 23701(D), AND ACCORDINGLY, IS NOT SUBJECT TO FEDERAL  
AND CALIFORNIA INCOME TAXES.

SWORDS-150 OTIS, LLC, IS A PASS-THROUGH ENTITY FOR INCOME TAX REPORTING  
PURPOSES AND, ACCORDINGLY, DOES NOT PAY TAX ON ITS TAXABLE INCOME.  
INSTEAD, ALLOCATED INCOME OR LOSS IS REPORTED ON THE TAX RETURNS OF THE  
ORGANIZATION. THE ENTITY IS SUBJECT TO A MINIMUM FRANCHISE TAX FOR THE  
STATE OF CALIFORNIA.

EACH YEAR, MANAGEMENT CONSIDERS WHETHER ANY MATERIAL TAX POSITION THE  
ORGANIZATION HAS TAKEN IS MORE LIKELY THAN NOT TO BE SUSTAINED UPON  
EXAMINATION BY THE APPLICABLE TAX AUTHORITY. MANAGEMENT BELIEVES THAT ANY  
POSITIONS THE ORGANIZATION HAS TAKEN ARE SUPPORTED BY SUBSTANTIAL  
AUTHORITY.



**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

|                 |  | (a) Event #1                           | (b) Event #2 | (c) Other events       | (d) Total events<br>(add col. (a) through<br>col. (c)) |
|-----------------|--|--|--------------|------------------------|--|
|                 |  | VERERANS DAY<br>DINNER<br>(event type) | (event type) | NONE<br>(total number) |  |
| Revenue         | <b>1</b> Gross receipts .....  | 385,693.                               |              |                        | 385,693.   |
|                 | <b>2</b> Less: Contributions .....   |  |              |                        |  |
|                 | <b>3</b> Gross income (line 1 minus line 2) .....                            | 385,693.                               |              |                        | 385,693.   |
| Direct Expenses | <b>4</b> Cash prizes .....   |  |              |                        |  |
|                 | <b>5</b> Noncash prizes .....  |  |              |                        |  |
|                 | <b>6</b> Rent/facility costs .....   |  |              |                        |  |
|                 | <b>7</b> Food and beverages .....  |  |              |                        |  |
|                 | <b>8</b> Entertainment .....   |  |              |                        |  |
|                 | <b>9</b> Other direct expenses .....   | 166,578.                               |              |                        | 166,578.   |
|                 | <b>10</b> Direct expense summary. Add lines 4 through 9 in column (d) .....  |  |              |                        | 166,578.   |
|                 | <b>11</b> Net income summary. Subtract line 10 from line 3, column (d) ..... |  |              |                        | 219,115.   |

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

|                 |   | (a) Bingo   | (b) Pull tabs/instant<br>bingo/progressive bingo                    | (c) Other gaming  | (d) Total gaming (add<br>col. (a) through col. (c)) |
|-----------------|---|---|---|---|---|
|                 |   |   |   |   |   |
| Revenue         | <b>1</b> Gross revenue .....  |   |   |   |   |
|                 | <b>2</b> Cash prizes .....  |   |   |   |   |
| Direct Expenses | <b>3</b> Noncash prizes .....   |   |   |   |   |
|                 | <b>4</b> Rent/facility costs .....  |   |   |   |   |
|                 | <b>5</b> Other direct expenses .....  |   |   |   |   |
|                 | <b>6</b> Volunteer labor .....  | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No |   |
|                 | <b>7</b> Direct expense summary. Add lines 2 through 5 in column (d) .....        |   |   |   |   |
|                 | <b>8</b> Net gaming income summary. Subtract line 7 from line 1, column (d) ..... |   |   |   |   |

**9** Enter the state(s) in which the organization conducts gaming activities: \_\_\_\_\_  
**a** Is the organization licensed to conduct gaming activities in each of these states?  Yes  No  
**b** If "No," explain: \_\_\_\_\_

**10a** Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?  Yes  No  
**b** If "Yes," explain: \_\_\_\_\_





**SCHEDULE I  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

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

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

▶ **Attach to Form 990.**

OMB No. 1545-0047

**2014**

**Open to Public  
Inspection**

▶ **Information about Schedule I (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

Name of the organization **SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION** Employer identification number **94-2260626**

**Part I General Information on Grants and Assistance**

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?  **Yes**  **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

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

| <b>1 (a)</b> Name and address of organization or government                                 | <b>(b)</b> EIN | <b>(c)</b> IRC section if applicable | <b>(d)</b> Amount of cash grant | <b>(e)</b> Amount of non-cash assistance | <b>(f)</b> Method of valuation (book, FMV, appraisal, other) | <b>(g)</b> Description of non-cash assistance | <b>(h)</b> Purpose of grant or assistance |
|---|----------------|--------------------------------------|---------------------------------|--|--|---|---|
| ANOTHER CHANCE HOUSE<br>209 S. JACKSON STREET<br>AMARILLO, TX 79101                         | 75-2233200     | PC                                   | 20,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |
| CENTER FOR JUVENILE AND CRIMINAL JUSTICE - 40 BOARDMAN PLACE - SAN FRANCISCO, CA 94103      | 94-3136811     | PC                                   | 60,917.                         | 0.                                       |  |   | EMPLOYMENT SERVICES                       |
| NPOWER, INC.<br>3 METROTECH CENTER, MEZZANINE<br>BROOKLYN, NY 11201                         | 13-4145441     | PC                                   | 60,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |
| UNITED STATES VETERANS INITIATIVE<br>800 WEST 6TH STREET, STE 1505<br>LOS ANGELES, CA 90017 | 95-4382752     | PC                                   | 60,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |
| WORKLIFE MINISTRY<br>1900 ST. JAMES PLACE, STE. 880<br>HOUSTON, TX 77056                    | 76-0312087     | PC                                   | 40,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |
| STATE CENTER COMMUNITY COLLEGE FOUNDATION - 390 W. FIR AVE., STE 300 - CLOVIS, CA 93611     | 77-0190269     | PC                                   | 20,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 7.
- 3** Enter total number of other organizations listed in the line 1 table ▶

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

Schedule I (Form 990) (2014)



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

| (a) Type of grant or assistance      | (b) Number of recipients | (c) Amount of cash grant | (d) Amount of non-cash assistance | (e) Method of valuation (book, FMV, appraisal, other) | (f) Description of non-cash assistance |
|--------------------------------------|--------------------------|--------------------------|-----------------------------------|---|--|
| HOUSING ASSISTANCE                   | 610                      | 1,741,379.               | 0.                                |   |  |
| TRAINING                             | 85                       | 138,453.                 | 0.                                |   |  |
| TRANSPORTATION                       | 150                      | 48,887.                  | 0.                                |   |  |
| TOOLS, CLOTHES FOR WORK, FOOD, OTHER | 350                      | 114,029.                 | 0.                                |   |  |
|                                      |                          |                          |                                   |   |  |

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

PART I, LINE 2:

SWORDS TO PLOWSHARES INSURES PROPER USE OF ASSISTANCE FUNDS BY WRITING

CHECKS DIRECTLY TO THE PROVIDERS OF SERVICES OR GOODS TO VETERANS, OR WE

OBTAIN A RECEIPT TO SHOW GOODS OR SERVICES WERE RECEIVED.



**SCHEDULE J  
(Form 990)**

**Compensation Information**

OMB No. 1545-0047

**2014**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees  
 ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.  
 ▶ Attach to Form 990.

▶ Information about Schedule J (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization: **SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION**  
 Employer identification number: **94-2260626**

**Part I Questions Regarding Compensation**

- 1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.
- |  |  |
|--|--|
| <input type="checkbox"/> First-class or charter travel             | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees   |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |
- b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain .....
- 2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a? .....
- 3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.
- |   |   |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee          | <input type="checkbox"/> Written employment contract                                |
| <input type="checkbox"/> Independent compensation consultant        | <input checked="" type="checkbox"/> Compensation survey or study                    |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |
- 4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:
- a** Receive a severance payment or change-of-control payment? .....
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan? .....
- c** Participate in, or receive payment from, an equity-based compensation arrangement? .....
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.
- Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.**
- 5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:
- a** The organization? .....
- b** Any related organization? .....
- If "Yes" to line 5a or 5b, describe in Part III.
- 6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:
- a** The organization? .....
- b** Any related organization? .....
- If "Yes" to line 6a or 6b, describe in Part III.
- 7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III .....
- 8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III .....
- 9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? .....

|           | Yes | No |
|-----------|-----|----|
| <b>1b</b> |     |    |
| <b>2</b>  |     |    |
| <b>4a</b> |     | X  |
| <b>4b</b> |     | X  |
| <b>4c</b> |     | X  |
| <b>5a</b> |     | X  |
| <b>5b</b> |     | X  |
| <b>6a</b> |     | X  |
| <b>6b</b> |     | X  |
| <b>7</b>  |     | X  |
| <b>8</b>  |     | X  |
| <b>9</b>  |     |    |

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

Schedule J (Form 990) 2014

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

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

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

| (A) Name and Title                          |      | (B) Breakdown of W-2 and/or 1099-MISC compensation |                                     |                                     | (C) Retirement and other deferred compensation | (D) Nontaxable benefits | (E) Total of columns (B)(i)-(D) | (F) Compensation in column (B) reported as deferred in prior Form 990 |
|---|------|--|-------------------------------------|-------------------------------------|--|-------------------------|---------------------------------|---|
|   |      | (i) Base compensation                              | (ii) Bonus & incentive compensation | (iii) Other reportable compensation |  |                         |                                 |   |
| (1) MICHAEL BLECKER<br>EXECUTIVE DIRECTOR   | (i)  | 163,606.   | 0.                                  | 0.                                  | 5,000.   | 11,100.                 | 179,706.                        | 0.  |
|   | (ii) | 0.   | 0.                                  | 0.                                  | 0.   | 0.                      | 0.                              | 0.  |
| (2) JOHN BEEM<br>CHIEF FINANCIAL OFFICER    | (i)  | 141,745.   | 0.                                  | 0.                                  | 4,000.   | 11,100.                 | 156,845.                        | 0.  |
|   | (ii) | 0.   | 0.                                  | 0.                                  | 0.   | 0.                      | 0.                              | 0.  |
| (3) LEON WINSTON<br>CHIEF OPERATING OFFICER | (i)  | 141,745.   | 0.                                  | 0.                                  | 5,000.   | 7,500.                  | 154,245.                        | 0.  |
|   | (ii) | 0.   | 0.                                  | 0.                                  | 0.   | 0.                      | 0.                              | 0.  |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |



**SCHEDULE O**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

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

▶ Attach to Form 990 or 990-EZ.

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

OMB No. 1545-0047

**2014**

Open to Public  
Inspection

|   |  |
|---|--|
| Name of the organization<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS<br>ORGANIZATION | Employer identification number<br>94-2260626 |
|---|--|

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

POLICY DEVELOPMENT - INSTITUTE FOR VETERAN'S POLICY (IVP) - SWORDS'

INSTITUTE FOR VETERAN POLICY ADVOCATES FOR IMPROVED SYSTEMS OF CARE FOR

VETERANS OF ALL ERAS, SPECIFICALLY IN THE AREAS OF ACCESS TO BENEFITS,

HOUSING, EMPLOYMENT, MENTAL HEALTH AND THE PREVENTION OF POVERTY AND

HOMELESSNESS. THE PROGRAM DELIVERS THE HIGHLY ACCLAIMED COMBAT TO

COMMUNITY TRAINING TO HUNDREDS EACH YEAR. IVP ALSO PROVIDES TECHNICAL

ASSISTANCE AND ADMINISTERS THE RE-GRANTING OF FUNDS TO VETERAN-SERVING

AGENCIES IN CALIFORNIA AND TEXAS WHICH DELIVER EMPLOYMENT, TRAINING,

AND WRAP AROUND SERVICES.

LEGAL SERVICES - EACH YEAR, WE HELP OUR CLIENTS WIN MILLIONS OF DOLLARS

IN VA DISABILITY COMPENSATION, MEDICAL SERVICES AND PENSION BENEFITS.

THIS IS MORE THAN 25 TIMES WHAT IT COSTS SWORDS TO PROVIDE THESE FREE

SERVICES. MANY OF OUR CLIENTS ARE ALSO AWARDED FREE LIFETIME HEALTHCARE

FROM THE VA. OUR LEGAL STAFF SERVED 452 VETERANS, PROVIDING EXPERT

ADVICE TO 55 VETERANS AND ONGOING REPRESENTATION TO 397. NINETY PERCENT

OF THE CASES ADJUDICATED WERE IN THE VETERAN'S FAVOR.

EXPENSES \$ 1,767,323. INCLUDING GRANTS OF \$ 307,917. REVENUE \$ 0.

FORM 990, PART VI, SECTION B, LINE 11:

REVIEWED IN DETAIL BY FINANCE AND AUDIT COMMITTEE. AVAILABLE TO ALL

DIRECTORS.

FORM 990, PART VI, SECTION B, LINE 12C:

YES - UPON OR BEFORE ELECTION TO THE BOARD, A BOARD MEMBER WILL MAKE A

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

Schedule O (Form 990 or 990-EZ) (2014)

|   |  |
|---|--|
| Name of the organization<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS<br>ORGANIZATION | Employer identification number<br>94-2260626 |
|---|--|

FULL, WRITTEN DISCLOSURE OF INTERESTS, RELATIONSHIPS, AND HOLDINGS THAT

COULD POTENTIALLY RESULT IN A CONFLICT OF INTEREST. THIS WRITTEN

DISCLOSURE IS KEPT ON FILE AND IS UPDATED AS APPROPRIATE. ANNUALLY, EACH

DIRECTOR WILL UPDATE THE CONFLICT OF INTEREST POLICY DECLARATION. IF A

DIRECTOR IDENTIFIES A CONFLICT OF INTEREST, HE OR SHE IS ASKED TO LEAVE THE

ROOM DURING THE DISCUSSION AND IS NOT PERMITTED TO VOTE ON THE QUESTION.

FORM 990, PART VI, SECTION B, LINE 15:

YES - THE COMPENSATION FOR THE CEO IS DETERMINED BY EXECUTIVE COMPENSATION

REVIEW. THE BOARD (OR A COMMITTEE) SHALL REVIEW ANY COMPENSATION PACKAGES

(INCLUDING ALL BENEFITS) OF THE EXECUTIVE DIRECTOR, THE CHIEF OPERATING

OFFICER AND THE CHIEF FINANCIAL OFFICER, AND ANY OTHER OFFICER WHO RECEIVES

COMPENSATION FROM THE CORPORATION, AND SHALL APPROVE SUCH COMPENSATION ONLY

AFTER DETERMINING THAT THE COMPENSATION IS JUST AND REASONABLE, PROVIDED

THAT IN THE CASE OF THE EXECUTIVE DIRECTOR SUCH REVIEW SHALL BE PERFORMED

BY THE EXECUTIVE COMMITTEE. THIS REVIEW AND APPROVAL SHALL OCCUR ANNUALLY,

AS WELL AS WHEN SUCH OFFICER IS HIRED, WHEN THE TERM OF EMPLOYMENT OF SUCH

OFFICER IS RENEWED OR EXTENDED, AND WHEN THE COMPENSATION OF SUCH OFFICER

IS MODIFIED, UNLESS THE MODIFICATION APPLIES TO SUBSTANTIALLY ALL OF THE

EMPLOYEES OF THE CORPORATION. SALARY COMPARISONS FOR OFFICERS' POSITIONS

ARE COMPILED ANNUALLY. THERE IS A RECORD OF THESE DECISIONS IN THE BOARD'S

MINUTES. ALL OFFICERS' SALARIES WERE REVIEWED IN 2014 AND AGAIN IN 2015.

FORM 990, PART VI, SECTION C, LINE 19:

COPIES ARE AVAILABLE FOR INSPECTION AT OFFICE AND COPIES ARE PROVIDED UPON

REQUEST. 990S, AUDITED FINANCIAL STATEMENTS AND POLICIES - CONFLICT OF

INTEREST AND WHISTLEBLOWER - ARE AVAILABLE ON OUR OWN WEBSITE. 990S ARE

POSTED ON WWW.GUIDESTAR.ORG.

|  |  |
|--|--|
| Name of the organization<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | Employer identification number<br>94-2260626 |
|--|--|

FORM 990, PART XII, LINE 2C

THE ORGANIZATION RETAINS A PROFESSIONAL CPA FIRM TO CONDUCT AN INDEPENDENT AUDIT OF THE FINANCIAL STATEMENTS. THERE WAS NO CHANGE TO THE SELECTION PROCESS THIS YEAR.

**SCHEDULE R  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Related Organizations and Unrelated Partnerships**

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

▶ Attach to Form 990.

▶ Information about Schedule R (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Open to Public Inspection

Name of the organization **SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION** Employer identification number **94-2260626**

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

| (a)<br>Name, address, and EIN (if applicable)<br>of disregarded entity              | (b)<br>Primary activity             | (c)<br>Legal domicile (state or<br>foreign country) | (d)<br>Total income | (e)<br>End-of-year assets | (f)<br>Direct controlling<br>entity |
|---|-------------------------------------|---|---------------------|---------------------------|-------------------------------------|
| SWORDS - 150 OTIS LLC - 94-3450204<br>1060 HOWARD STREET<br>SAN FRANCISCO, CA 94103 | HOUSING DEVELOPMENT<br>CONSTRUCTION | CALIFORNIA  | 0.                  | 365,000.                  | SWORDS TO PLOWSHARES                |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |

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

| (a)<br>Name, address, and EIN<br>of related organization | (b)<br>Primary activity | (c)<br>Legal domicile (state or<br>foreign country) | (d)<br>Exempt Code<br>section | (e)<br>Public charity<br>status (if section<br>501(c)(3)) | (f)<br>Direct controlling<br>entity | (g)<br>Section 512(b)(13)<br>controlled<br>entity? |    |
|--|-------------------------|---|-------------------------------|---|-------------------------------------|--|----|
|  |                         |   |                               |   |                                     | Yes  | No |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |
|  |                         |   |                               |   |                                     |  |    |

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

Schedule R (Form 990) 2014





**Part V Transactions With Related Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

|  | Yes       | No |
|--|-----------|----|
| <b>a</b> Receipt of <b>(i)</b> interest, <b>(ii)</b> annuities, <b>(iii)</b> royalties, or <b>(iv)</b> rent from a controlled entity ..... | <b>1a</b> |    |
| <b>b</b> Gift, grant, or capital contribution to related organization(s) .....   | <b>1b</b> |    |
| <b>c</b> Gift, grant, or capital contribution from related organization(s) .....   | <b>1c</b> |    |
| <b>d</b> Loans or loan guarantees to or for related organization(s) .....  | <b>1d</b> |    |
| <b>e</b> Loans or loan guarantees by related organization(s) .....   | <b>1e</b> |    |
| <b>f</b> Dividends from related organization(s) .....  | <b>1f</b> |    |
| <b>g</b> Sale of assets to related organization(s) .....   | <b>1g</b> |    |
| <b>h</b> Purchase of assets from related organization(s) .....   | <b>1h</b> |    |
| <b>i</b> Exchange of assets with related organization(s) .....   | <b>1i</b> |    |
| <b>j</b> Lease of facilities, equipment, or other assets to related organization(s) .....  | <b>1j</b> |    |
| <b>k</b> Lease of facilities, equipment, or other assets from related organization(s) .....  | <b>1k</b> |    |
| <b>l</b> Performance of services or membership or fundraising solicitations for related organization(s) .....                              | <b>1l</b> |    |
| <b>m</b> Performance of services or membership or fundraising solicitations by related organization(s) .....                               | <b>1m</b> |    |
| <b>n</b> Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) .....                               | <b>1n</b> |    |
| <b>o</b> Sharing of paid employees with related organization(s) .....  | <b>1o</b> |    |
| <b>p</b> Reimbursement paid to related organization(s) for expenses .....  | <b>1p</b> |    |
| <b>q</b> Reimbursement paid by related organization(s) for expenses .....  | <b>1q</b> |    |
| <b>r</b> Other transfer of cash or property to related organization(s) .....   | <b>1r</b> |    |
| <b>s</b> Other transfer of cash or property from related organization(s) .....   | <b>1s</b> |    |

**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

| (a)<br>Name of related organization | (b)<br>Transaction type (a-s) | (c)<br>Amount involved | (d)<br>Method of determining amount involved |
|-------------------------------------|-------------------------------|------------------------|--|
| (1)                                 |                               |                        |  |
| (2)                                 |                               |                        |  |
| (3)                                 |                               |                        |  |
| (4)                                 |                               |                        |  |
| (5)                                 |                               |                        |  |
| (6)                                 |                               |                        |  |





# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

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

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

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

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

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

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

|  | Enter filer's identifying number   |   |
|--|--|---|
| <b>Type or print</b>   | Name of exempt organization or other filer, see instructions.<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION      | Employer identification number (EIN) or<br><br>94-2260626 |
| File by the due date for filing your return. See instructions. | Number, street, and room or suite no. If a P.O. box, see instructions.<br>1060 HOWARD STREET                             | Social security number (SSN)                              |
|  | City, town or post office, state, and ZIP code. For a foreign address, see instructions.<br>SAN FRANCISCO, CA 94103-2820 |   |

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

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

JOHN BEEM

- The books are in the care of ▶ 1060 HOWARD STREET - SAN FRANCISCO, CA 94103  
Telephone No. ▶ 415-252-4788 Fax No. ▶ 415-552-6267
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 2016, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year \_\_\_\_\_ or  
 ▶  tax year beginning JUL 1, 2014, and ending JUN 30, 2015.

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

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

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

**Caution:** Forms printed from within Adobe Acrobat products may not meet IRS or state taxing agency specifications. When using Acrobat 5.x products, uncheck the "Shrink oversized pages to paper size" and uncheck the "Expand small pages to paper size" options, in the Adobe "Print" dialog. When using Acrobat 6.x and later products versions, select "None" in the "Page Scaling" selection box in the Adobe "Print" dialog.

STATE COPY

# California Exempt Organization Annual Information Return

Calendar Year 2014 or fiscal year beginning (mm/dd/yyyy) 07/01/2014, and ending (mm/dd/yyyy) 06/30/2015

|  |                                |   |
|--|--------------------------------|---|
| Corporation/Organization Name<br><b>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION</b> |                                | California corporation number<br><b>0728337</b> |
| Additional Information. See instructions.  |                                | FEIN<br><b>94-2260626</b>                       |
| Street address (suite or room)<br><b>1060 HOWARD STREET</b>                                |                                | PMB no.   |
| City<br><b>SAN FRANCISCO</b>   | State<br><b>CA</b>             | ZIP code<br><b>94103-2820</b>                   |
| Foreign country name   | Foreign province/state/country | Foreign postal code                             |

|   |   |
|---|---|
| <p><b>A</b> First Return <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>B</b> Amended Return <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>C</b> IRC Section 4947(a)(1) trust <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>D</b> Final Information Return?<br/> <input type="checkbox"/> Dissolved    <input type="checkbox"/> Surrendered (Withdrawn)<br/> <input type="checkbox"/> Merged/Reorganized Enter date: (mm/dd/yyyy)</p> <p><b>E</b> Check accounting method:<br/>         (1) <input type="checkbox"/> Cash    (2) <input checked="" type="checkbox"/> Accrual    (3) <input type="checkbox"/> Other</p> <p><b>F</b> Federal return filed?<br/>         (1) <input type="checkbox"/> 990T    (2) <input type="checkbox"/> 990-PF    (3) <input type="checkbox"/> Sch H (990)</p> <p><b>G</b> Is this a group filing? See instructions. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>H</b> Is this organization in a group exemption? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br/>         If "Yes," what is the parent's name?</p> <p><b>I</b> Did the organization have any changes to its guidelines not reported to the FTB? See instructions. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p><b>J</b> If exempt under R&amp;TC Section 23701d, has the organization engaged in political activities? See instructions. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>K</b> Is the organization exempt under R&amp;TC Section 23701g? If "Yes," enter the gross receipts from nonmember sources \$ _____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>L</b> If organization is exempt under R&amp;TC Section 23701d and meets the filing fee exception, check box. No filing fee is required. <input type="checkbox"/></p> <p><b>M</b> Is the organization a Limited Liability Company? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>N</b> Did the organization file Form 100 or Form 109 to report taxable income? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>O</b> Is the organization under audit by the IRS or has the IRS audited in a prior year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>P</b> Is an IRS Form 1023/1024 pending? Date filed with IRS _____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
|---|---|

**Part I Complete Part I unless not required to file this form. See General Instructions B and C.**

|                              |    |  |    |               |
|------------------------------|----|--|----|---------------|
| <b>Receipts and Revenues</b> | 1  | Gross sales or receipts from other sources. From Side 2, Part II, line 8   | 1  | 1,979,984.00  |
|                              | 2  | Gross dues and assessments from members and affiliates   | 2  | 00            |
|                              | 3  | Gross contributions, gifts, grants, and similar amounts received <span style="float: right;">STMT 1</span>   | 3  | 14,319,008.00 |
|                              | 4  | Total gross receipts for filing requirement test. Add line 1 through line 3. This line must be completed. If the result is less than \$50,000, see General Instruction B | 4  | 16,298,992.00 |
|                              | 5  | Cost of goods sold   | 5  | 00            |
|                              | 6  | Cost or other basis, and sales expenses of assets sold   | 6  | 00            |
|                              | 7  | Total costs. Add line 5 and line 6   | 7  | 00            |
|                              | 8  | Total gross income. Subtract line 7 from line 4  | 8  | 16,298,992.00 |
| <b>Expenses</b>              | 9  | Total expenses and disbursements. From Side 2, Part II, line 18  | 9  | 16,315,825.00 |
|                              | 10 | Excess of receipts over expenses and disbursements. Subtract line 9 from line 8  | 10 | -16,833.00    |
| <b>Filing Fee</b>            | 11 | Filing fee \$10 or \$25. See General Instruction F   | 11 | 10.00         |
|                              | 12 | Total payments   | 12 | 00            |
|                              | 13 | Penalties and Interest. See General Instruction J  | 13 | 00            |
|                              | 14 | Use tax. See General Instruction K   | 14 | 00            |
|                              | 15 | <b>Balance due.</b> Add line 11, line 13, and line 14. Then subtract line 12 from the result   | 15 | 10.00         |

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

|                                 |   |                     |   |  |
|---------------------------------|---|---------------------|---|--|
| <b>Sign Here</b>                | Signature of officer  | Title<br><b>CFO</b> | Date  | <input type="checkbox"/> Telephone<br><input type="checkbox"/> PTIN<br><input type="checkbox"/> P00645581<br><input type="checkbox"/> FEIN<br><b>26-4677183</b><br><input type="checkbox"/> Telephone<br><b>(415) 781-2500</b> |
| <b>Paid Preparer's Use Only</b> | Preparer's signature  | Date                | Check if self-employed <input type="checkbox"/> |  |
|                                 | Firm's name (or yours, if self-employed) and address<br><b>DZH PHILLIPS LLP<br/>135 MAIN STREET, 9TH FLOOR<br/>SAN FRANCISCO, CA 94105-1815</b>     |                     |   |  |
|                                 | May the FTB discuss this return with the preparer shown above? See instructions <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |                     |   |  |

**Part II Organizations with gross receipts of more than \$50,000 and private foundations regardless of amount of gross receipts - complete Part II or furnish substitute information SEE PART II SUBSTITUTE ATTACHMENT**

|                                    |                                   |  |   |    |       |    |
|------------------------------------|-----------------------------------|--|---|----|-------|----|
| <b>Receipts from Other Sources</b> | 1                                 | Gross sales or receipts from all business activities. See instructions   | •   | 1  | 00    |    |
|                                    | 2                                 | Interest   | •   | 2  | 00    |    |
|                                    | 3                                 | Dividends  | •   | 3  | 00    |    |
|                                    | 4                                 | Gross rents  | •   | 4  | 00    |    |
|                                    | 5                                 | Gross royalties  | •   | 5  | 00    |    |
|                                    | 6                                 | Gross amount received from sale of assets (See Instructions)   | •   | 6  | 00    |    |
|                                    | 7                                 | Other income   | •   | 7  | 00    |    |
|                                    | 8                                 | <b>Total</b> gross sales or receipts from other sources. Add line 1 through line 7. Enter here and on Side 1, Part I, line 1 | •   | 8  | 00    |    |
|                                    | 9                                 | Contributions, gifts, grants, and similar amounts paid   | •   | 9  | 00    |    |
|                                    | 10                                | Disbursements to or for members  | •   | 10 | 00    |    |
|                                    | 11                                | Compensation of officers, directors, and trustees  | •   | 11 | 0. 00 |    |
|                                    | 12                                | Other salaries and wages   | •   | 12 | 00    |    |
|                                    | <b>Expenses and Disbursements</b> | 13   | Interest  | •  | 13    | 00 |
|                                    |                                   | 14   | Taxes   | •  | 14    | 00 |
|                                    |                                   | 15   | Rents   | •  | 15    | 00 |
|                                    |                                   | 16   | Depreciation and depletion (See instructions)   | •  | 16    | 00 |
|                                    |                                   | 17   | Other Expenses and Disbursements  | •  | 17    | 00 |
|                                    |                                   | 18   | <b>Total</b> expenses and disbursements. Add line 9 through line 17. Enter here and on Side 1, Part I, line 9 | •  | 18    | 00 |

| Schedule L Balance Sheets                            | Beginning of taxable year |     |     | End of taxable year |
|--|---------------------------|-----|-----|---------------------|
|  | (a)                       | (b) | (c) | (d)                 |
| <b>Assets</b>  |                           |     |     |                     |
| 1 Cash   |                           |     |     | •                   |
| 2 Net accounts receivable                            |                           |     |     | •                   |
| 3 Net notes receivable                               |                           |     |     | •                   |
| 4 Inventories  |                           |     |     | •                   |
| 5 Federal and state government obligations           |                           |     |     | •                   |
| 6 Investments in other bonds                         |                           |     |     | •                   |
| 7 Investments in stock                               |                           |     |     | •                   |
| 8 Mortgage loans                                     |                           |     |     | •                   |
| 9 Other investments                                  |                           |     |     | •                   |
| 10 a Depreciable assets                              |                           |     |     |                     |
| b Less accumulated depreciation                      | ( )                       |     | ( ) |                     |
| 11 Land  |                           |     |     | •                   |
| 12 Other assets                                      |                           |     |     | •                   |
| 13 <b>Total assets</b>                               |                           |     |     |                     |
| <b>Liabilities and net worth</b>                     |                           |     |     |                     |
| 14 Accounts payable                                  |                           |     |     | •                   |
| 15 Contributions, gifts, or grants payable           |                           |     |     | •                   |
| 16 Bonds and notes payable                           |                           |     |     | •                   |
| 17 Mortgages payable                                 |                           |     |     | •                   |
| 18 Other liabilities                                 |                           |     |     |                     |
| 19 Capital stock or principal fund                   |                           |     |     | •                   |
| 20 Paid-in or capital surplus. Attach reconciliation |                           |     |     | •                   |
| 21 Retained earnings or income fund                  |                           |     |     | •                   |
| 22 <b>Total liabilities and net worth</b>            |                           |     |     |                     |

**Schedule M-1 Reconciliation of income per books with income per return**

Do not complete this schedule if the amount on Schedule L, line 13, column (d), is less than \$50,000.

|  |   |   |   |
|--|---|---|---|
| 1 Net income per books   | • | 7 Income recorded on books this year not included in this return.     | • |
| 2 Federal income tax   | • | 8 Deductions in this return not charged against book income this year | • |
| 3 Excess of capital losses over capital gains                      | • | 9 Total. Add line 7 and line 8  |   |
| 4 Income not recorded on books this year                           | • | 10 Net income per return.   |   |
| 5 Expenses recorded on books this year not deducted in this return | • | Subtract line 9 from line 6   |   |
| 6 Total. Add line 1 through line 5                                 |   |   |   |

FORM 199

CASH CONTRIBUTIONS  
INCLUDED ON PART I, LINE 3

STATEMENT 1

| <u>CONTRIBUTOR'S NAME</u>                  | <u>CONTRIBUTOR'S ADDRESS</u>                             | <u>DATE OF GIFT</u> | <u>AMOUNT</u>   |
|--|--|---------------------|-----------------|
| PRUDENTIAL INSURANCE<br>COMPANY OF AMERICA | 751 BROAD STREET NEWARK, NJ<br>07102                     | 12/31/14            | 350,000.        |
| CALIFORNIA WELLNESS<br>FOUNDATION          | 575 MARKET STREET, SUITE 1850<br>SAN FRANCISCO, CA 94105 | 12/31/14            | 250,000.        |
| HORACE W. GOLDSMITH<br>FOUNDATION          | 375 PARK AVENUE NEW YORK, NY<br>10152                    | 12/31/14            | 300,000.        |
| TOTAL INCLUDED ON LINE 3                   |  |                     | <u>900,000.</u> |



**Voucher at bottom of page.**

**DO NOT MAIL A PAPER COPY OF THE CORPORATE OR EXEMPT ORGANIZATION TAX RETURN WITH THE PAYMENT VOUCHER.**  
If the amount of payment is zero, do not mail this voucher.

**WHERE TO FILE:** Using black or blue ink, make check or money order payable to the "Franchise Tax Board." Write the corporation number or FEIN and "2014 FTB 3586" on the check or money order. Detach voucher below. Enclose, but **do not** staple, payment with voucher and mail to:

**FRANCHISE TAX BOARD  
PO BOX 942857  
SACRAMENTO CA 94257-0531**

Make all checks or money orders payable in U.S. dollars and drawn against a U.S. financial institution.

**WHEN TO FILE:** **Fiscal Year - See instructions.**  
**Calendar Year - File and Pay by March 16, 2015.**

When the due date falls on a weekend or holiday, the deadline to file and pay without penalty is extended to the next business day.

**ONLINE SERVICES:** Corporations can make payments online with Web Pay for Businesses. After a one-time online registration, corporations can make an immediate payment or schedule payments up to a year in advance. Go to [ftb.ca.gov](http://ftb.ca.gov) for more information.

439035  
12-04-14

--- DETACH HERE --- IF NO PAYMENT IS DUE OR PAID ELECTRONICALLY, DO NOT MAIL THIS VOUCHER --- DETACH HERE ---

**CAUTION:** You may be required to pay electronically, see instructions.

TAXABLE YEAR **2014** **Payment Voucher for Corps and Exempt Orgs e-filed Returns**

CALIFORNIA FORM  
**3586 (e-file)**

0728337 SWOR 94-2260626 000000000000 14 FORM 3  
TYB 07-01-2014 TYE 06-30-2015  
SWORDS TO PLOWSHARES VETERANS RIGHTS ORGANIZATION

1060 HOWARD STREET  
SAN FRANCISCO CA 94103-2820

(415) 252-4788

Total Payment Amt 10.

TAXABLE YEAR  
**2014**

# California e-file Return Authorization for Exempt Organizations

FORM  
**8453-EO**

|   |   |
|---|---|
| Exempt Organization name<br><b>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION</b> | Identifying number<br><b>94-2260626</b> |
|---|---|

**Part I Electronic Return Information** (whole dollars only)

|  |          |                      |
|--|----------|----------------------|
| <b>1</b> Total gross receipts (Form 199, line 4)             | <b>1</b> | <b>16,298,992.00</b> |
| <b>2</b> Total gross income (Form 199, line 8)               | <b>2</b> | <b>16,298,992.00</b> |
| <b>3</b> Total expenses and disbursements (Form 199, line 9) | <b>3</b> | <b>16,315,825.00</b> |

**Part II Settle Your Account Electronically for Taxable Year 2014**

|   |                  |  |
|---|------------------|--|
| <b>4</b> <input type="checkbox"/> Electronic funds withdrawal | <b>4a</b> Amount | <b>4b</b> Withdrawal date (mm/dd/yyyy) |
|---|------------------|--|

**Part III Banking Information** (Have you verified the exempt organization's banking information?)

|                               |  |
|-------------------------------|--|
| <b>5</b> Routing number _____ | <b>7</b> Type of account: <input type="checkbox"/> Checking <input type="checkbox"/> Savings |
| <b>6</b> Account number _____ |  |

**Part IV Declaration of Officer**

I authorize the exempt organization's account to be settled as designated in Part II. If I check Part II, Box 4, I authorize an electronic funds withdrawal for the amount listed on line 4a.

Under penalties of perjury, I declare that I am an officer of the above exempt organization and that the information I provided to my electronic return originator (ERO), transmitter, or intermediate service provider and the amounts in Part I above agree with the amounts on the corresponding lines of the exempt organization's 2014 California electronic return. To the best of my knowledge and belief, the exempt organization's return is true, correct, and complete. If the exempt organization is filing a balance due return, I understand that if the Franchise Tax Board (FTB) does not receive full and timely payment of the exempt organization's fee liability, the exempt organization will remain liable for the fee liability and all applicable interest and penalties. I authorize the exempt organization return and accompanying schedules and statements be transmitted to the FTB by the ERO, transmitter, or intermediate service provider. **If the processing of the exempt organization's return or refund is delayed, I authorize the FTB to disclose to the ERO or intermediate service provider, the reason(s) for the delay.**

|                  |                      |      |       |
|------------------|----------------------|------|-------|
| <b>Sign Here</b> |                      |      |       |
|                  | Signature of Officer | Date | Title |

**Part V Declaration of Electronic Return Originator (ERO) and Paid Preparer.**

I declare that I have reviewed the above exempt organization's return and that the entries on form FTB 8453-EO are complete and correct to the best of my knowledge. (If I am only an intermediate service provider, I understand that I am not responsible for reviewing the exempt organization's return. I declare, however, that form FTB 8453-EO accurately reflects the data on the return.) I have obtained the organization officer's signature on form FTB 8453-EO before transmitting this return to the FTB; I have provided the organization officer with a copy of all forms and information that I will file with the FTB, and I have followed all other requirements described in FTB Pub. 1345, 2014 e-file Handbook for Authorized e-file Providers. I will keep form FTB 8453-EO on file for **four** years from the due date of the return or **four** years from the date the exempt organization return is filed, whichever is later, and I will make a copy available to the FTB upon request. If I am also the paid preparer, under penalties of perjury, I declare that I have examined the above exempt organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I make this declaration based on all information of which I have knowledge.

|                  |   |  |  |  |            |
|------------------|---|--|--|--|------------|
| <b>ERO</b>       | ERO's signature                                     | Date   | Check if also paid preparer <input type="checkbox"/> | Check if self-employed <input checked="" type="checkbox"/> | ERO's PTIN |
| <b>Must Sign</b> | Firm's name (or yours if self-employed) and address | <b>DZH PHILLIPS LLP</b><br>135 MAIN STREET, 9TH FLOOR<br>SAN FRANCISCO, CA |  | FEIN   | 26-4677183 |
|                  |   |  |  | ZIP Code   | 94105-1815 |

Under penalties of perjury, I declare that I have examined the above organization's return and accompanying schedules and statements, and to the best of my knowledge and belief, they are true, correct, and complete. I make this declaration based on all information of which I have knowledge.

|                      |   |  |   |                      |
|----------------------|---|--|---|----------------------|
| <b>Paid Preparer</b> | Paid preparer's signature                           | Date   | Check if self-employed <input type="checkbox"/> | Paid preparer's PTIN |
| <b>Must Sign</b>     | Firm's name (or yours if self-employed) and address | <b>DZH PHILLIPS LLP</b><br>135 MAIN STREET, 9TH FLOOR<br>SAN FRANCISCO, CA |   | FEIN                 |
|                      |   |  |   | 26-4677183           |
|                      |   |  |   | ZIP Code             |
|                      |   |  |   | 94105-1815           |

MAIL TO:  
 Registry of Charitable Trusts  
 P.O. Box 903447  
 Sacramento, CA 94203-4470  
 Telephone: (916) 445-2021

WEB SITE ADDRESS:  
<http://ag.ca.gov/charities/>

## ANNUAL REGISTRATION RENEWAL FEE REPORT TO ATTORNEY GENERAL OF CALIFORNIA

Sections 12586 and 12587, California Government Code  
 11 Cal. Code Regs. sections 301-307, 311 and 312

Failure to submit this report annually no later than four months and fifteen days after the end of the organization's accounting period may result in the loss of tax exemption and the assessment of a minimum tax of \$800, plus interest, and/or fines or filing penalties as defined in Government Code section 12586.1. IRS extensions will be honored.

|   |   |
|---|---|
| State Charity Registration Number: <b>CT</b> <u>17889</u><br><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS<br>ORGANIZATION<br>Name of Organization<br><br><u>1060 HOWARD STREET</u><br>Address (Number and Street)<br><br><u>SAN FRANCISCO, CA 94103-2820</u><br>City or Town, State and ZIP Code | <b>Check if:</b><br><input type="checkbox"/> Change of address<br><br><input type="checkbox"/> Amended report<br><br>Corporate or Organization No. <u>C0728337</u><br><br>Federal Employer I.D. No. <u>94-2260626</u> |
|---|---|

**ANNUAL REGISTRATION RENEWAL FEE SCHEDULE (11 Cal. Code Regs. sections 301-307, 311 and 312)**  
 Make Check Payable to Attorney General's Registry of Charitable Trusts

| Gross Annual Revenue           | Fee  | Gross Annual Revenue              | Fee  | Gross Annual Revenue                  | Fee   |
|--------------------------------|------|-----------------------------------|------|---------------------------------------|-------|
| Less than \$25,000             | 0    | Between \$100,001 and \$250,000   | \$50 | Between \$1,000,001 and \$10 million  | \$150 |
| Between \$25,000 and \$100,000 | \$25 | Between \$250,001 and \$1 million | \$75 | Between \$10,000,001 and \$50 million | \$225 |
|                                |      |                                   |      | Greater than \$50 million             | \$300 |

**PART A - ACTIVITIES**

For your most recent full accounting period (beginning 07/01/2014 ending 06/30/2015) list:  
 Gross annual revenue \$ 16,298,991. Total assets \$ 7,270,066.

**PART B - STATEMENTS REGARDING ORGANIZATION DURING THE PERIOD OF THIS REPORT**

**Note:** If you answer "yes" to any of the questions below, you must attach a separate sheet providing an explanation and details for each "yes" response. Please review RRF-1 instructions for information required.

|   | Yes | No |
|---|-----|----|
| 1. During this reporting period, were there any contracts, loans, leases or other financial transactions between the organization and any officer, director or trustee thereof either directly or with an entity in which any such officer, director or trustee had any financial interest? |     | x  |
| 2. During this reporting period, was there any theft, embezzlement, diversion or misuse of the organization's charitable property or funds?   |     | x  |
| 3. During this reporting period, did non-program expenditures exceed 50% of gross revenues?   |     | x  |
| 4. During this reporting period, were any organization funds used to pay any penalty, fine or judgment? If you filed a Form 4720 with the Internal Revenue Service, attach a copy.  |     | x  |
| 5. During this reporting period, were the services of a commercial fundraiser or fundraising counsel for charitable purposes used? If "yes," provide an attachment listing the name, address, and telephone number of the service provider.   |     | x  |
| 6. During this reporting period, did the organization receive any governmental funding? If so, provide an attachment listing the name of the agency, mailing address, contact person, and telephone number. <span style="float: right;">SEE STATEMENT 2</span>                              | x   |    |
| 7. During this reporting period, did the organization hold a raffle for charitable purposes? If "yes," provide an attachment indicating the number of raffles and the date(s) they occurred.  |     | x  |
| 8. Does the organization conduct a vehicle donation program? If "yes," provide an attachment indicating whether the program is operated by the charity or whether the organization contracts with a commercial fundraiser for charitable purposes.  |     | x  |
| 9. Did your organization have prepared an audited financial statement in accordance with generally accepted accounting principles for this reporting period?  | x   |    |

Organization's area code and telephone number 415-252-4788  
  
 Organization's e-mail address \_\_\_\_\_

**I declare under penalty of perjury that I have examined this report, including accompanying documents, and to the best of my knowledge and belief, it is true, correct and complete.**

|   |                       |               |
|---|-----------------------|---------------|
| Signature of authorized officer<br>_____<br>JOHN BEEM<br>Printed Name | CFO<br>_____<br>Title | _____<br>Date |
|---|-----------------------|---------------|



Form **990**

**Return of Organization Exempt From Income Tax**  
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

OMB No. 1545-0047

**2014**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.  
Information about Form 990 and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**A For the 2014 calendar year, or tax year beginning** JUL 1, 2014 **and ending** JUN 30, 2015

|  |   |   |
|--|---|---|
| <b>B</b> Check if applicable:<br><br><input type="checkbox"/> Address change<br><input type="checkbox"/> Name change<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return/terminated<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Application pending | <b>C Name of organization</b><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION<br><br><b>Doing business as</b><br>_____<br><b>Number and street (or P.O. box if mail is not delivered to street address) Room/suite</b><br>1060 HOWARD STREET _____<br><b>City or town, state or province, country, and ZIP or foreign postal code</b><br>SAN FRANCISCO, CA 94103-2820 | <b>D Employer identification number</b><br>94-2260626<br><br><b>E Telephone number</b><br>415-252-4788  |
| <b>F Name and address of principal officer:</b> STEVE PLATH<br>SAME AS C ABOVE   |   | <b>G Gross receipts \$</b> 16,465,569.  |
| <b>I Tax-exempt status:</b> <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527   |   | <b>H(a) Is this a group return for subordinates?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br><b>H(b) Are all subordinates included?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "No," attach a list. (see instructions) |
| <b>J Website:</b> WWW.STP-SF.ORG   |   | <b>H(c) Group exemption number</b> ▶  |
| <b>K Form of organization:</b> <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶  |   | <b>L Year of formation:</b> 1974 <b>M State of legal domicile:</b> CA   |

**Part I Summary**

| <b>Activities &amp; Governance</b>   | <b>1</b> Briefly describe the organization's mission or most significant activities: TO HEAL WOUNDS OF WAR, TO RESTORE DIGNITY, HOPE AND SELF-SUFFICIENCY TO ALL VETERANS IN NEED.<br><br><b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.<br><br><b>3</b> Number of voting members of the governing body (Part VI, line 1a) ..... <b>3</b> 15<br><b>4</b> Number of independent voting members of the governing body (Part VI, line 1b) ..... <b>4</b> 15<br><b>5</b> Total number of individuals employed in calendar year 2014 (Part V, line 2a) ..... <b>5</b> 198<br><b>6</b> Total number of volunteers (estimate if necessary) ..... <b>6</b> 50<br><b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12 ..... <b>7a</b> 0.<br><b>7b</b> Net unrelated business taxable income from Form 990-T, line 34 ..... <b>7b</b> 0.  |  |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
|--|--|--|---------------------------|--------------|---|-------------|-------------|---|------------|------------|--|------------|------------|--|------------|------------|--|-------------|-------------|---|-------------|-------------|--|-----------|----------|--|
| <b>Revenue</b>   | <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th style="text-align: center;">Prior Year</th> <th style="text-align: center;">Current Year</th> </tr> </thead> <tbody> <tr> <td><b>8</b> Contributions and grants (Part VIII, line 1h) .....</td> <td style="text-align: right;">10,489,735.</td> <td style="text-align: right;">14,319,008.</td> </tr> <tr> <td><b>9</b> Program service revenue (Part VIII, line 2g) .....</td> <td style="text-align: right;">606,570.</td> <td style="text-align: right;">887,878.</td> </tr> <tr> <td><b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d) .....</td> <td style="text-align: right;">10,056.</td> <td style="text-align: right;">8,397.</td> </tr> <tr> <td><b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) .....</td> <td style="text-align: right;">1,020,284.</td> <td style="text-align: right;">1,083,708.</td> </tr> <tr> <td><b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) .....</td> <td style="text-align: right;">12,126,645.</td> <td style="text-align: right;">16,298,991.</td> </tr> </tbody> </table>  |  | Prior Year                | Current Year | <b>8</b> Contributions and grants (Part VIII, line 1h) .....                  | 10,489,735. | 14,319,008. | <b>9</b> Program service revenue (Part VIII, line 2g) .....                                       | 606,570.   | 887,878.   | <b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d) .....  | 10,056.    | 8,397.     | <b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) ..... | 1,020,284. | 1,083,708. | <b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) ..... | 12,126,645. | 16,298,991. |   |             |             |  |           |          |  |
|  | Prior Year   | Current Year   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>8</b> Contributions and grants (Part VIII, line 1h) .....                                       | 10,489,735.  | 14,319,008.  |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>9</b> Program service revenue (Part VIII, line 2g) .....  | 606,570.   | 887,878.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d) .....                      | 10,056.  | 8,397.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) .....           | 1,020,284.   | 1,083,708.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) ..... | 12,126,645.  | 16,298,991.  |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>Expenses</b>  | <table border="1" style="width:100%; border-collapse: collapse;"> <tbody> <tr> <td><b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3) .....</td> <td style="text-align: right;">1,981,890.</td> <td style="text-align: right;">2,350,665.</td> </tr> <tr> <td><b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) .....</td> <td style="text-align: right;">0.</td> <td style="text-align: right;">0.</td> </tr> <tr> <td><b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) .....</td> <td style="text-align: right;">7,274,590.</td> <td style="text-align: right;">9,854,701.</td> </tr> <tr> <td><b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) .....</td> <td style="text-align: right;">0.</td> <td style="text-align: right;">0.</td> </tr> <tr> <td><b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 436,797.</td> <td></td> <td></td> </tr> <tr> <td><b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) .....</td> <td style="text-align: right;">3,050,237.</td> <td style="text-align: right;">4,110,459.</td> </tr> <tr> <td><b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) .....</td> <td style="text-align: right;">12,306,717.</td> <td style="text-align: right;">16,315,825.</td> </tr> <tr> <td><b>19</b> Revenue less expenses. Subtract line 18 from line 12 .....</td> <td style="text-align: right;">-180,072.</td> <td style="text-align: right;">-16,834.</td> </tr> </tbody> </table> | <b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3) ..... | 1,981,890.                | 2,350,665.   | <b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) ..... | 0.          | 0.          | <b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) ..... | 7,274,590. | 9,854,701. | <b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) ..... | 0.         | 0.         | <b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 436,797.            |            |            | <b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) .....                       | 3,050,237.  | 4,110,459.  | <b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) ..... | 12,306,717. | 16,315,825. | <b>19</b> Revenue less expenses. Subtract line 18 from line 12 ..... | -180,072. | -16,834. |  |
| <b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3) .....                   | 1,981,890.   | 2,350,665.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) .....                      | 0.   | 0.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
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| <b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) .....                     | 0.   | 0.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
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| <b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) .....          | 12,306,717.  | 16,315,825.  |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>19</b> Revenue less expenses. Subtract line 18 from line 12 .....                               | -180,072.  | -16,834.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>Net Assets or Fund Balances</b>   | <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th></th> <th style="text-align: center;">Beginning of Current Year</th> <th style="text-align: center;">End of Year</th> </tr> </thead> <tbody> <tr> <td><b>20</b> Total assets (Part X, line 16) .....</td> <td style="text-align: right;">7,061,146.</td> <td style="text-align: right;">7,270,066.</td> </tr> <tr> <td><b>21</b> Total liabilities (Part X, line 26) .....</td> <td style="text-align: right;">1,169,063.</td> <td style="text-align: right;">1,388,752.</td> </tr> <tr> <td><b>22</b> Net assets or fund balances. Subtract line 21 from line 20 .....</td> <td style="text-align: right;">5,892,083.</td> <td style="text-align: right;">5,881,314.</td> </tr> </tbody> </table>  |  | Beginning of Current Year | End of Year  | <b>20</b> Total assets (Part X, line 16) .....                                | 7,061,146.  | 7,270,066.  | <b>21</b> Total liabilities (Part X, line 26) .....   | 1,169,063. | 1,388,752. | <b>22</b> Net assets or fund balances. Subtract line 21 from line 20 .....     | 5,892,083. | 5,881,314. |  |            |            |  |             |             |   |             |             |  |           |          |  |
|  | Beginning of Current Year  | End of Year  |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>20</b> Total assets (Part X, line 16) .....   | 7,061,146.   | 7,270,066.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>21</b> Total liabilities (Part X, line 26) .....  | 1,169,063.   | 1,388,752.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |
| <b>22</b> Net assets or fund balances. Subtract line 21 from line 20 .....                         | 5,892,083.   | 5,881,314.   |                           |              |   |             |             |   |            |            |  |            |            |  |            |            |  |             |             |   |             |             |  |           |          |  |

**Part II Signature Block**

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

|                               |   |                               |                          |   |                   |
|-------------------------------|---|-------------------------------|--------------------------|---|-------------------|
| <b>Sign Here</b>              | Signature of officer<br>_____<br>JOHN BEEM, CFO<br>Type or print name and title                               | Date<br>_____                 |                          |   |                   |
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name<br>DEBORAH KAMINSKI  | Preparer's signature<br>_____ | Date<br>_____            | Check if self-employed <input type="checkbox"/> | PTIN<br>P00645581 |
|                               | Firm's name ▶ DZH PHILLIPS LLP<br>Firm's address ▶ 135 MAIN STREET, 9TH FLOOR<br>SAN FRANCISCO, CA 94105-1815 | Firm's EIN ▶ 26-4677183       | Phone no. (415) 781-2500 |   |                   |

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

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission:
SWORDS TO PLOWSHARES' MISSION IS TO HEAL THE WOUNDS OF WAR, TO RESTORE
DIGNITY, HOPE AND SELF-SUFFICIENCY TO ALL VETERANS IN NEED, AND TO
SIGNIFICANTLY REDUCE HOMELESSNESS AND POVERTY AMONG VETERANS.

2 Did the organization undertake any significant program services during the year which were not listed on
the prior Form 990 or 990-EZ? [ ] Yes [X] No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [ ] Yes [X] No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.
Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and
revenue, if any, for each program service reported.

4a (Code: ) (Expenses \$ 7,242,994. including grants of \$ ) (Revenue \$ 887,878. )
SUPPORTIVE HOUSING - SWORDS TO PLOWSHARES (SWORDS) CONTINUES TO EXPAND
OUR INNOVATIVE AND AWARD-WINNING, EMERGENCY, TRANSITIONAL AND PERMANENT
SUPPORTIVE HOUSING PROGRAMS THAT HELP HOMELESS VETERANS GAIN STABILITY
AND LIVE INDEPENDENTLY IN THE COMMUNITY. WE CURRENTLY HOUSE NEARLY 500
VETERANS IN PERMANENT OR TRANSITIONAL HOUSING.
FOR MORE DETAILS ON THE IMPACT OF OUR PROGRAMS PLEASE GO TO
WWW.STP-SF.ORG/OUR-IMPACT

4b (Code: ) (Expenses \$ 4,300,813. including grants of \$ 1,954,831. ) (Revenue \$ )
HEALTH & SOCIAL SERVICES - MORE THAN 1,500 VETERANS SOUGHT SERVICES AND
CASE MANAGEMENT AT SWORDS' DROP-IN CENTER. A NEW PROGRAM THIS YEAR,
SUPPORTIVE SERVICES FOR VETERANS AND FAMILIES, PROVIDES VERY EFFICIENT,
COST-EFFECTIVE ASSISTANCE TO PREVENT VETERAN HOMELESSNESS. CASE
MANAGERS ARRANGED FOR BRIEF EMERGENCY HOUSING FOR OVER 250 HOMELESS
VETERANS AND FINANCIAL ASSISTANCE FOR 300 VETERAN FAMILIES MOVING INTO
PERMANENT HOUSING. WE WERE ALSO ABLE TO RETAIN HOUSING FOR 150 VETERAN
FAMILIES FACED WITH EVICTION.

4c (Code: ) (Expenses \$ 1,109,824. including grants of \$ 87,917. ) (Revenue \$ )
EMPLOYMENT & TRAINING SERVICES - SWORDS HELPED MORE THAN 310 VETERANS
IN SAN FRANCISCO AND THE EAST BAY WITH PRE-EMPLOYMENT PREPARATION,
CAREER COUNSELING, JOB TRAINING, JOB PLACEMENT AND FOLLOW-UP. SWORDS
SECURED JOB TRAINING FOR 280 VETERANS AND PLACED 264 VETERANS IN JOBS.
170 OF SWORDS' CLIENTS WERE HOMELESS AT TIME OF ENROLLMENT.

4d Other program services (Describe in Schedule O.)
(Expenses \$ 1,767,323. including grants of \$ 307,917. ) (Revenue \$ )

4e Total program service expenses 14,420,954.

**Part IV Checklist of Required Schedules**

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

**Part IV Checklist of Required Schedules** (continued)

|  | Yes | No |
|--|-----|----|
| <b>21</b> Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> .....   | X   |    |
| <b>22</b> Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> .....   | X   |    |
| <b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> .....  | X   |    |
| <b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i> .....                           |     | X  |
| <b>b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? .....   |     |    |
| <b>c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? .....  |     |    |
| <b>d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? .....   |     |    |
| <b>25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> .....   |     | X  |
| <b>b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> .....  |     | X  |
| <b>26</b> Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i> .....                                 |     | X  |
| <b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> ..... |     | X  |
| <b>28</b> Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):  |     |    |
| <b>a</b> A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> .....  |     | X  |
| <b>b</b> A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> .....   |     | X  |
| <b>c</b> An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> .....   |     | X  |
| <b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> .....  |     | X  |
| <b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> .....  |     | X  |
| <b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> .....  |     | X  |
| <b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> .....  |     | X  |
| <b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> .....  | X   |    |
| <b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i> .....  |     | X  |
| <b>35a</b> Did the organization have a controlled entity within the meaning of section 512(b)(13)? .....   |     | X  |
| <b>b</b> If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> .....  |     |    |
| <b>36 Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> .....  |     | X  |
| <b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> .....   |     | X  |
| <b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? .....   | X   |    |

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



**Part V Statements Regarding Other IRS Filings and Tax Compliance**

Check if Schedule O contains a response or note to any line in this Part V

|            |  | Yes | No |
|------------|--|-----|----|
| <b>1a</b>  | Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable   |     |    |
| <b>1b</b>  | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable  |     |    |
| <b>1c</b>  | Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?   | X   |    |
| <b>2a</b>  | Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return  |     |    |
| <b>2b</b>  | If at least one is reported on line 2a, did the organization file all required federal employment tax returns?<br><b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)         | X   |    |
| <b>3a</b>  | Did the organization have unrelated business gross income of \$1,000 or more during the year?  |     | X  |
| <b>3b</b>  | If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O   |     |    |
| <b>4a</b>  | At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? |     | X  |
| <b>4b</b>  | If "Yes," enter the name of the foreign country:<br>See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).  |     |    |
| <b>5a</b>  | Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?  |     | X  |
| <b>5b</b>  | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?   |     | X  |
| <b>5c</b>  | If "Yes," to line 5a or 5b, did the organization file Form 8886-T?   |     |    |
| <b>6a</b>  | Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?                                    |     | X  |
| <b>6b</b>  | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?  |     |    |
| <b>7</b>   | <b>Organizations that may receive deductible contributions under section 170(c).</b>   |     |    |
| <b>7a</b>  | Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?  | X   |    |
| <b>7b</b>  | If "Yes," did the organization notify the donor of the value of the goods or services provided?  | X   |    |
| <b>7c</b>  | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?   |     | X  |
| <b>7d</b>  | If "Yes," indicate the number of Forms 8282 filed during the year  |     |    |
| <b>7e</b>  | Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  |     | X  |
| <b>7f</b>  | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?   |     | X  |
| <b>7g</b>  | If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?   | N/A |    |
| <b>7h</b>  | If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?   |     |    |
| <b>8</b>   | <b>Sponsoring organizations maintaining donor advised funds.</b> Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year? N/A   |     |    |
| <b>9</b>   | <b>Sponsoring organizations maintaining donor advised funds.</b>   |     |    |
| <b>9a</b>  | Did the sponsoring organization make any taxable distributions under section 4966? N/A   |     |    |
| <b>9b</b>  | Did the sponsoring organization make a distribution to a donor, donor advisor, or related person? N/A  |     |    |
| <b>10</b>  | <b>Section 501(c)(7) organizations.</b> Enter:   |     |    |
| <b>10a</b> | Initiation fees and capital contributions included on Part VIII, line 12 N/A   |     |    |
| <b>10b</b> | Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities  |     |    |
| <b>11</b>  | <b>Section 501(c)(12) organizations.</b> Enter:  |     |    |
| <b>11a</b> | Gross income from members or shareholders N/A  |     |    |
| <b>11b</b> | Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)   |     |    |
| <b>12a</b> | <b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?  |     |    |
| <b>12b</b> | If "Yes," enter the amount of tax-exempt interest received or accrued during the year N/A  |     |    |
| <b>13</b>  | <b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>  |     |    |
| <b>13a</b> | Is the organization licensed to issue qualified health plans in more than one state? N/A<br><b>Note.</b> See the instructions for additional information the organization must report on Schedule O.                                       |     |    |
| <b>13b</b> | Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans  |     |    |
| <b>13c</b> | Enter the amount of reserves on hand   |     |    |
| <b>14a</b> | Did the organization receive any payments for indoor tanning services during the tax year?   |     | X  |
| <b>14b</b> | If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O  |     |    |

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

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

**Section A. Governing Body and Management**

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

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

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

**Section C. Disclosure**

- 17** List the states with which a copy of this Form 990 is required to be filed  CA
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
 Own website     Another's website     Upon request     Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records:  \_\_\_\_\_  
 JOHN BEEM - 415-252-4788  
 1060 HOWARD STREET, SAN FRANCISCO, CA 94103

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

Check if Schedule O contains a response or note to any line in this Part VII

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

| (A)<br>Name and Title                            | (B)<br>Average hours per week (list any hours for related organizations below line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|--|---|---|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
|  |   | Individual trustee or director  | Institutional trustee | Officer | Key employee | Highest compensated employee | Former |  |   |   |
| (1) PETER MCCORKELL<br>SECRETARY/BOARD DIRECTOR  | 4.00  | X   |                       | X       |              |                              |        | 0.   | 0.  | 0.  |
| (2) STACEY SPRENKEL<br>VICE CHAIR/BOARD DIRECTOR | 2.00  | X   |                       | X       |              |                              |        | 0.   | 0.  | 0.  |
| (3) STEPHEN PLATH<br>CHAIR/BOARD DIRECTOR        | 4.00  | X   |                       | X       |              |                              |        | 0.   | 0.  | 0.  |
| (4) BEN SUNCIN<br>BOARD DIRECTOR                 | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (5) ROSE LAVENDERO<br>BOARD DIRECTOR             | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (6) MICHAEL DEKSHENIEKS<br>BOARD DIRECTOR        | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (7) JAVIER TENORIO<br>BOARD DIRECTOR             | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (8) DEL SEYMOUR<br>BOARD DIRECTOR                | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (9) JUDY KRIDLE<br>BOARD DIRECTOR                | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (10) PAUL COX<br>BOARD DIRECTOR                  | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (11) RICK HOULBERG<br>BOARD DIRECTOR             | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (12) ROBERT TREVORROW<br>BOARD DIRECTOR          | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (13) STEVE SNYDER<br>BOARD DIRECTOR              | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (14) JULIE LANE<br>BOARD DIRECTOR                | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (15) YANIV NEWMAN<br>BOARD DIRECTOR              | 2.00  | X   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| (16) MICHAEL BLECKER<br>EXECUTIVE DIRECTOR       | 40.00   |   |                       | X       |              |                              |        | 163,606.   | 0.  | 16,100.   |
| (17) JOHN BEEM<br>CHIEF FINANCIAL OFFICER        | 40.00   |   |                       | X       |              |                              |        | 141,745.   | 0.  | 15,100.   |

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

| (A)<br>Name and title  | (B)<br>Average hours per week (list any hours for related organizations below line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|--|---|---|-----------------------|---------|--------------|------------------------------|--------|--|---|---|
|  |   | Individual trustee or director  | Institutional trustee | Officer | Key employee | Highest compensated employee | Former |  |   |   |
| (18) LEON WINSTON<br>CHIEF OPERATING OFFICER                   | 40.00   |   |                       | X       |              |                              |        | 141,745.   | 0.  | 12,500.   |
| (19) DAVE LOPEZ<br>DEPUTY DIRECTOR PROG. AND OPS.              | 40.00   |   |                       |         | X            |                              |        | 104,881.   | 0.  | 11,500.   |
| (20) AMY FAIRWEATHER<br>POLICY DIRECTOR                        | 40.00   |   |                       |         | X            |                              |        | 101,754.   | 0.  | 11,500.   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
|  |   |   |                       |         |              |                              |        |  |   |   |
| <b>1b Sub-total</b>  |   |   |                       |         |              |                              |        | 653,731.   | 0.  | 66,700.   |
| <b>c Total from continuation sheets to Part VII, Section A</b> |   |   |                       |         |              |                              |        | 0.   | 0.  | 0.  |
| <b>d Total (add lines 1b and 1c)</b>                           |   |   |                       |         |              |                              |        | 653,731.   | 0.  | 66,700.   |

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **5**

|  | Yes | No |
|--|-----|----|
| <b>3</b> Did the organization list any <b>former</b> officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>                                       |     | X  |
| <b>4</b> For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i> | X   |    |
| <b>5</b> Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>                       |     | X  |

**Section B. Independent Contractors**

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

| (A)<br>Name and business address | (B)<br>Description of services | (C)<br>Compensation |
|----------------------------------|--------------------------------|---------------------|
| NONE                             |                                |                     |
|                                  |                                |                     |
|                                  |                                |                     |
|                                  |                                |                     |
|                                  |                                |                     |

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

**Part VIII Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII

|   |   |   | (A)           | (B)                                | (C)                        | (D)  |          |
|---|---|---|---------------|------------------------------------|----------------------------|--|----------|
|   |   |   | Total revenue | Related or exempt function revenue | Unrelated business revenue | Revenue excluded from tax under sections 512 - 514 |          |
| <b>Contributions, Gifts, Grants and Other Similar Amounts</b>           | <b>1 a</b> Federated campaigns .....  | <b>1a</b>   |               |                                    |                            |  |          |
|   | <b>b</b> Membership dues .....  | <b>1b</b>   |               |                                    |                            |  |          |
|   | <b>c</b> Fundraising events .....   | <b>1c</b>   |               |                                    |                            |  |          |
|   | <b>d</b> Related organizations .....  | <b>1d</b>   |               |                                    |                            |  |          |
|   | <b>e</b> Government grants (contributions) .....  | <b>1e</b>   | 12,102,954.   |                                    |                            |  |          |
|   | <b>f</b> All other contributions, gifts, grants, and similar amounts not included above .....   | <b>1f</b>   | 2,216,054.    |                                    |                            |  |          |
|   | <b>g</b> Noncash contributions included in lines 1a-1f: \$ .....  |   |               |                                    |                            |  |          |
|   | <b>h Total.</b> Add lines 1a-1f .....   |   |               | 14,319,008.                        |                            |  |          |
| <b>Program Service Revenue</b>  | <b>2 a</b> PROGRAM SVC REVENUE .....  | <b>Business Code</b>  |               |                                    |                            |  |          |
|   |   | 900099  | 887,878.      | 887,878.                           |                            |  |          |
|   | <b>b</b> .....  |   |               |                                    |                            |  |          |
|   | <b>c</b> .....  |   |               |                                    |                            |  |          |
|   | <b>d</b> .....  |   |               |                                    |                            |  |          |
|   | <b>e</b> .....  |   |               |                                    |                            |  |          |
|   | <b>f</b> All other program service revenue .....  |   |               |                                    |                            |  |          |
| <b>g Total.</b> Add lines 2a-2f .....                                   |   |   | 887,878.      |                                    |                            |  |          |
| <b>Other Revenue</b>  | <b>3</b> Investment income (including dividends, interest, and other similar amounts) .....   |   | 8,397.        |                                    |                            | 8,397.   |          |
|   | <b>4</b> Income from investment of tax-exempt bond proceeds .....   |   |               |                                    |                            |  |          |
|   | <b>5</b> Royalties .....  |   |               |                                    |                            |  |          |
|   | <b>6 a</b> Gross rents .....  | (i) Real  | (ii) Personal |                                    |                            |  |          |
|   |   | <b>b</b> Less: rental expenses .....                        |               |                                    |                            |  |          |
|   |   | <b>c</b> Rental income or (loss) .....                      |               |                                    |                            |  |          |
|   |   | <b>d</b> Net rental income or (loss) .....                  |               |                                    |                            |  |          |
|   | <b>7 a</b> Gross amount from sales of assets other than inventory .....   | (i) Securities  | (ii) Other    |                                    |                            |  |          |
|   |   | <b>b</b> Less: cost or other basis and sales expenses ..... |               |                                    |                            |  |          |
|   |   | <b>c</b> Gain or (loss) .....                               |               |                                    |                            |  |          |
|   |   | <b>d</b> Net gain or (loss) .....                           |               |                                    |                            |  |          |
|   | <b>8 a</b> Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18 ..... | <b>a</b>  | 385,693.      |                                    |                            |  |          |
|   |   | <b>b</b> Less: direct expenses .....                        | <b>b</b>      | 166,578.                           |                            |  |          |
|   |   | <b>c</b> Net income or (loss) from fundraising events ..... |               | 219,115.                           |                            |  | 219,115. |
|   | <b>9 a</b> Gross income from gaming activities. See Part IV, line 19 .....  | <b>a</b>  |               |                                    |                            |  |          |
| <b>b</b> Less: direct expenses .....                                    |   | <b>b</b>  |               |                                    |                            |  |          |
| <b>c</b> Net income or (loss) from gaming activities .....              |   |   |               |                                    |                            |  |          |
| <b>10 a</b> Gross sales of inventory, less returns and allowances ..... | <b>a</b>  |   |               |                                    |                            |  |          |
|   | <b>b</b> Less: cost of goods sold .....   | <b>b</b>  |               |                                    |                            |  |          |
|   | <b>c</b> Net income or (loss) from sales of inventory .....   |   |               |                                    |                            |  |          |
| Miscellaneous Revenue   |   | <b>Business Code</b>  |               |                                    |                            |  |          |
| <b>11 a</b> OTHER SVC FEES .....  |   | 900099  | 849,006.      | 849,006.                           |                            |  |          |
|   | <b>b</b> OTHER INCOME .....   |   | 15,587.       |                                    |                            | 15,587.  |          |
|   | <b>c</b> .....  |   |               |                                    |                            |  |          |
|   | <b>d</b> All other revenue .....  |   |               |                                    |                            |  |          |
| <b>e Total.</b> Add lines 11a-11d .....                                 |   |   | 864,593.      |                                    |                            |  |          |
| <b>12 Total revenue.</b> See instructions. ....                         |   |   | 16,298,991.   | 1,736,884.                         | 0.                         | 243,099.   |          |

**Part IX Statement of Functional Expenses**

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

Check if Schedule O contains a response or note to any line in this Part IX

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.   | (A)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|--|-----------------------|---------------------------------|--|-----------------------------|
| <b>1</b> Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21  | 307,917.              | 307,917.                        |  |                             |
| <b>2</b> Grants and other assistance to domestic individuals. See Part IV, line 22   | 2,042,748.            | 2,042,748.                      |  |                             |
| <b>3</b> Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16  |                       |                                 |  |                             |
| <b>4</b> Benefits paid to or for members   |                       |                                 |  |                             |
| <b>5</b> Compensation of current officers, directors, trustees, and key employees  | 454,280.              | 144,445.                        | 309,835.                               |                             |
| <b>6</b> Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)   |                       |                                 |  |                             |
| <b>7</b> Other salaries and wages  | 7,164,615.            | 6,174,750.                      | 701,758.                               | 288,107.                    |
| <b>8</b> Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)  | 258,649.              | 227,503.                        | 23,201.                                | 7,945.                      |
| <b>9</b> Other employee benefits   | 1,311,664.            | 1,180,197.                      | 98,780.                                | 32,687.                     |
| <b>10</b> Payroll taxes  | 665,493.              | 557,916.                        | 83,789.                                | 23,788.                     |
| <b>11</b> Fees for services (non-employees):   |                       |                                 |  |                             |
| <b>a</b> Management  |                       |                                 |  |                             |
| <b>b</b> Legal   | 6,071.                | 4,659.                          | 1,296.                                 | 116.                        |
| <b>c</b> Accounting  | 49,813.               | 38,228.                         | 10,631.                                | 954.                        |
| <b>d</b> Lobbying  |                       |                                 |  |                             |
| <b>e</b> Professional fundraising services. See Part IV, line 17   |                       |                                 |  |                             |
| <b>f</b> Investment management fees  |                       |                                 |  |                             |
| <b>g</b> Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)   | 175,115.              | 134,388.                        | 37,372.                                | 3,355.                      |
| <b>12</b> Advertising and promotion  | 34,130.               | 28,916.                         | 3,388.                                 | 1,826.                      |
| <b>13</b> Office expenses  | 592,501.              | 501,985.                        | 58,810.                                | 31,706.                     |
| <b>14</b> Information technology   |                       |                                 |  |                             |
| <b>15</b> Royalties  |                       |                                 |  |                             |
| <b>16</b> Occupancy  | 2,052,896.            | 1,944,710.                      | 85,032.                                | 23,154.                     |
| <b>17</b> Travel   | 46,791.               | 39,643.                         | 4,644.                                 | 2,504.                      |
| <b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials   |                       |                                 |  |                             |
| <b>19</b> Conferences, conventions, and meetings   |                       |                                 |  |                             |
| <b>20</b> Interest   |                       |                                 |  |                             |
| <b>21</b> Payments to affiliates   |                       |                                 |  |                             |
| <b>22</b> Depreciation, depletion, and amortization  | 249,984.              | 249,614.                        | 370.                                   |                             |
| <b>23</b> Insurance  | 93,706.               | 90,836.                         | 2,166.                                 | 704.                        |
| <b>24</b> Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.) |                       |                                 |  |                             |
| <b>a</b> PROGRAM SERVICES  | 436,647.              | 436,647.                        |  |                             |
| <b>b</b> OTHER EXPENSES  | 372,805.              | 315,852.                        | 37,002.                                | 19,951.                     |
| <b>c</b>   |                       |                                 |  |                             |
| <b>d</b>   |                       |                                 |  |                             |
| <b>e</b> All other expenses  |                       |                                 |  |                             |
| <b>25</b> Total functional expenses. Add lines 1 through 24e   | 16,315,825.           | 14,420,954.                     | 1,458,074.                             | 436,797.                    |
| <b>26</b> Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.                                     |                       |                                 |  |                             |

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

**Part X Balance Sheet**

Check if Schedule O contains a response or note to any line in this Part X

|   |  | (A)                   |            | (B)         |
|---|--|-----------------------|------------|-------------|
|   |  | Beginning of year     |            | End of year |
| <b>Assets</b>   | <b>1</b> Cash - non-interest-bearing .....   | 2,094,547.            | <b>1</b>   | 1,610,729.  |
|   | <b>2</b> Savings and temporary cash investments .....  | 957,267.              | <b>2</b>   | 760,935.    |
|   | <b>3</b> Pledges and grants receivable, net .....  | 814,512.              | <b>3</b>   | 1,281,973.  |
|   | <b>4</b> Accounts receivable, net .....  | 7,520.                | <b>4</b>   | 28,147.     |
|   | <b>5</b> Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L .....   |                       | <b>5</b>   |             |
|   | <b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L ..... |                       | <b>6</b>   |             |
|   | <b>7</b> Notes and loans receivable, net .....   |                       | <b>7</b>   |             |
|   | <b>8</b> Inventories for sale or use .....   |                       | <b>8</b>   |             |
|   | <b>9</b> Prepaid expenses and deferred charges .....   | 178,487.              | <b>9</b>   | 177,447.    |
|   | <b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D .....   | <b>10a</b> 5,873,881. |            |             |
|   | <b>b</b> Less: accumulated depreciation .....  | <b>10b</b> 3,700,722. |            |             |
|   |  | 1,897,684.            | <b>10c</b> | 2,173,159.  |
|   | <b>11</b> Investments - publicly traded securities .....   | 103,528.              | <b>11</b>  | 113,322.    |
|   | <b>12</b> Investments - other securities. See Part IV, line 11 .....   | 365,000.              | <b>12</b>  | 365,000.    |
|   | <b>13</b> Investments - program-related. See Part IV, line 11 .....  |                       | <b>13</b>  |             |
|   | <b>14</b> Intangible assets .....  |                       | <b>14</b>  |             |
| <b>15</b> Other assets. See Part IV, line 11 .....                        | 642,601.   | <b>15</b>             | 759,354.   |             |
| <b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34) ..... | 7,061,146.   | <b>16</b>             | 7,270,066. |             |
| <b>Liabilities</b>  | <b>17</b> Accounts payable and accrued expenses .....  | 748,371.              | <b>17</b>  | 1,042,114.  |
|   | <b>18</b> Grants payable .....   |                       | <b>18</b>  |             |
|   | <b>19</b> Deferred revenue .....   |                       | <b>19</b>  |             |
|   | <b>20</b> Tax-exempt bond liabilities .....  |                       | <b>20</b>  |             |
|   | <b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D .....  | 156,437.              | <b>21</b>  | 56,772.     |
|   | <b>22</b> Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L .....   |                       | <b>22</b>  |             |
|   | <b>23</b> Secured mortgages and notes payable to unrelated third parties .....   |                       | <b>23</b>  |             |
|   | <b>24</b> Unsecured notes and loans payable to unrelated third parties .....   |                       | <b>24</b>  |             |
|   | <b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D .....  | 264,255.              | <b>25</b>  | 289,866.    |
|   | <b>26 Total liabilities.</b> Add lines 17 through 25 .....   | 1,169,063.            | <b>26</b>  | 1,388,752.  |
| <b>Net Assets or Fund Balances</b>  | <b>Organizations that follow SFAS 117 (ASC 958), check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>  |                       |            |             |
|   | <b>27</b> Unrestricted net assets .....  | 2,253,513.            | <b>27</b>  | 2,863,568.  |
|   | <b>28</b> Temporarily restricted net assets .....  | 3,591,035.            | <b>28</b>  | 2,970,211.  |
|   | <b>29</b> Permanently restricted net assets .....  | 47,535.               | <b>29</b>  | 47,535.     |
|   | <b>Organizations that do not follow SFAS 117 (ASC 958), check here</b> <input type="checkbox"/> <b>and complete lines 30 through 34.</b>   |                       |            |             |
|   | <b>30</b> Capital stock or trust principal, or current funds .....   |                       | <b>30</b>  |             |
|   | <b>31</b> Paid-in or capital surplus, or land, building, or equipment fund .....   |                       | <b>31</b>  |             |
|   | <b>32</b> Retained earnings, endowment, accumulated income, or other funds .....   |                       | <b>32</b>  |             |
| <b>33</b> Total net assets or fund balances .....                         | 5,892,083.   | <b>33</b>             | 5,881,314. |             |
| <b>34</b> Total liabilities and net assets/fund balances .....            | 7,061,146.   | <b>34</b>             | 7,270,066. |             |

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response or note to any line in this Part XI

|           |  |           |             |
|-----------|--|-----------|-------------|
| <b>1</b>  | Total revenue (must equal Part VIII, column (A), line 12)  | <b>1</b>  | 16,298,991. |
| <b>2</b>  | Total expenses (must equal Part IX, column (A), line 25)   | <b>2</b>  | 16,315,825. |
| <b>3</b>  | Revenue less expenses. Subtract line 2 from line 1   | <b>3</b>  | -16,834.    |
| <b>4</b>  | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))                      | <b>4</b>  | 5,892,083.  |
| <b>5</b>  | Net unrealized gains (losses) on investments   | <b>5</b>  | 6,065.      |
| <b>6</b>  | Donated services and use of facilities   | <b>6</b>  |             |
| <b>7</b>  | Investment expenses  | <b>7</b>  |             |
| <b>8</b>  | Prior period adjustments   | <b>8</b>  |             |
| <b>9</b>  | Other changes in net assets or fund balances (explain in Schedule O)   | <b>9</b>  | 0.          |
| <b>10</b> | Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B)) | <b>10</b> | 5,881,314.  |

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response or note to any line in this Part XII

|           |   | Yes | No |
|-----------|---|-----|----|
| <b>1</b>  | Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____<br>If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.   |     |    |
| <b>2a</b> | Were the organization's financial statements compiled or reviewed by an independent accountant? _____<br>If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:<br><input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis |     | X  |
| <b>b</b>  | Were the organization's financial statements audited by an independent accountant? _____<br>If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:<br><input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis                | X   |    |
| <b>c</b>  | If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? _____<br>If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.   | X   |    |
| <b>3a</b> | As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? _____  | X   |    |
| <b>b</b>  | If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits _____  | X   |    |





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

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

**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ▶  | (a) 2010   | (b) 2011   | (c) 2012    | (d) 2013    | (e) 2014    | (f) Total   |
|--|------------|------------|-------------|-------------|-------------|-------------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....  | 7,105,762. | 8,073,986. | 12,514,307. | 10,459,165. | 14,538,123. | 52,691,343. |
| <b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....   |            |            |             |             |             |             |
| <b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge ...   |            |            |             |             |             |             |
| <b>4 Total.</b> Add lines 1 through 3 .....  | 7,105,762. | 8,073,986. | 12,514,307. | 10,459,165. | 14,538,123. | 52,691,343. |
| <b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) ..... |            |            |             |             |             | 1,139,583.  |
| <b>6 Public support.</b> Subtract line 5 from line 4.  |            |            |             |             |             | 51,551,760. |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ▶  | (a) 2010   | (b) 2011   | (c) 2012    | (d) 2013    | (e) 2014    | (f) Total                |
|--|------------|------------|-------------|-------------|-------------|--------------------------|
| <b>7</b> Amounts from line 4 .....   | 7,105,762. | 8,073,986. | 12,514,307. | 10,459,165. | 14,538,123. | 52,691,343.              |
| <b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ...  | 11,611.    | 6,097.     | 8,299.      | 9,018.      | 8,397.      | 43,422.                  |
| <b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on ...  |            |            |             |             |             |                          |
| <b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....  | 416,851.   | 183,766.   | 926,205.    | 880,767.    | 864,593.    | 3,272,182.               |
| <b>11 Total support.</b> Add lines 7 through 10  |            |            |             |             |             | 56,006,947.              |
| <b>12</b> Gross receipts from related activities, etc. (see instructions) .....  |            |            |             |             | 12          | 3,585,959.               |
| <b>13 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> ..... |            |            |             |             |             | <input type="checkbox"/> |

**Section C. Computation of Public Support Percentage**

|   |                                     |         |
|---|-------------------------------------|---------|
| <b>14</b> Public support percentage for 2014 (line 6, column (f) divided by line 11, column (f)) .....  | <b>14</b>                           | 92.05 % |
| <b>15</b> Public support percentage from 2013 Schedule A, Part II, line 14 .....  | <b>15</b>                           | 91.73 % |
| <b>16a 33 1/3% support test - 2014.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....  | <input checked="" type="checkbox"/> |         |
| <b>b 33 1/3% support test - 2013.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization .....   | <input type="checkbox"/>            |         |
| <b>17a 10% -facts-and-circumstances test - 2014.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization .....    | <input type="checkbox"/>            |         |
| <b>b 10% -facts-and-circumstances test - 2013.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ..... | <input type="checkbox"/>            |         |
| <b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions .....  | <input type="checkbox"/>            |         |

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

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

**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ►   | (a) 2010 | (b) 2011 | (c) 2012 | (d) 2013 | (e) 2014 | (f) Total |
|---|----------|----------|----------|----------|----------|-----------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....   |          |          |          |          |          |           |
| <b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose ..... |          |          |          |          |          |           |
| <b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 .....   |          |          |          |          |          |           |
| <b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....  |          |          |          |          |          |           |
| <b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge .....  |          |          |          |          |          |           |
| <b>6 Total.</b> Add lines 1 through 5 .....   |          |          |          |          |          |           |
| <b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons .....  |          |          |          |          |          |           |
| <b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year .....           |          |          |          |          |          |           |
| <b>c</b> Add lines 7a and 7b .....  |          |          |          |          |          |           |
| <b>8 Public support.</b> (Subtract line 7c from line 6.)  |          |          |          |          |          |           |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ►   | (a) 2010 | (b) 2011 | (c) 2012 | (d) 2013 | (e) 2014 | (f) Total |
|---|----------|----------|----------|----------|----------|-----------|
| <b>9</b> Amounts from line 6 .....  |          |          |          |          |          |           |
| <b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ..... |          |          |          |          |          |           |
| <b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 .....                          |          |          |          |          |          |           |
| <b>c</b> Add lines 10a and 10b .....  |          |          |          |          |          |           |
| <b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on .....     |          |          |          |          |          |           |
| <b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) .....                                 |          |          |          |          |          |           |
| <b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.)  |          |          |          |          |          |           |

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

**Section C. Computation of Public Support Percentage**

|  |           |   |
|--|-----------|---|
| <b>15</b> Public support percentage for 2014 (line 8, column (f) divided by line 13, column (f)) ..... | <b>15</b> | % |
| <b>16</b> Public support percentage from 2013 Schedule A, Part III, line 15 .....                      | <b>16</b> | % |

**Section D. Computation of Investment Income Percentage**

|   |           |   |
|---|-----------|---|
| <b>17</b> Investment income percentage for 2014 (line 10c, column (f) divided by line 13, column (f)) ..... | <b>17</b> | % |
| <b>18</b> Investment income percentage from 2013 Schedule A, Part III, line 17 .....                        | <b>18</b> | % |

**19a 33 1/3% support tests - 2014.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ..... ►

**b 33 1/3% support tests - 2013.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ..... ►

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ..... ►

**Part IV Supporting Organizations**

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

**Section A. All Supporting Organizations**

|  | Yes | No |
|--|-----|----|
| <b>1</b> Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No" describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>   |     |    |
| <b>2</b> Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>   |     |    |
| <b>3a</b> Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>   |     |    |
| <b>b</b> Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>   |     |    |
| <b>c</b> Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>  |     |    |
| <b>4a</b> Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.</i>   |     |    |
| <b>b</b> Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>  |     |    |
| <b>c</b> Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>   |     |    |
| <b>5a</b> Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).</i> |     |    |
| <b>b Type I or Type II only.</b> Was any added or substituted supported organization part of a class already designated in the organization's organizing document?   |     |    |
| <b>c Substitutions only.</b> Was the substitution the result of an event beyond the organization's control?  |     |    |
| <b>6</b> Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations; (b) individuals that are part of the charitable class benefited by one or more of its supported organizations; or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>   |     |    |
| <b>7</b> Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>  |     |    |
| <b>8</b> Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>  |     |    |
| <b>9a</b> Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>  |     |    |
| <b>b</b> Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>  |     |    |
| <b>c</b> Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>   |     |    |
| <b>10a</b> Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer (b) below.</i>   |     |    |
| <b>b</b> Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>   |     |    |

**Part IV Supporting Organizations** (continued)

|  | Yes | No |
|--|-----|----|
| <b>11</b> Has the organization accepted a gift or contribution from any of the following persons?  |     |    |
| <b>a</b> A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization? |     |    |
| <b>b</b> A family member of a person described in (a) above?   |     |    |
| <b>c</b> A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in <b>Part VI</b> .                                       |     |    |

**Section B. Type I Supporting Organizations**

|   | Yes | No |
|---|-----|----|
| <b>1</b> Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in <b>Part VI</b> how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year. |     |    |
| <b>2</b> Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in <b>Part VI</b> how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.   |     |    |

**Section C. Type II Supporting Organizations**

|  | Yes | No |
|--|-----|----|
| <b>1</b> Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in <b>Part VI</b> how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s). |     |    |

**Section D. Type III Supporting Organizations**

|  | Yes | No |
|--|-----|----|
| <b>1</b> Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided? |     |    |
| <b>2</b> Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in <b>Part VI</b> how the organization maintained a close and continuous working relationship with the supported organization(s).  |     |    |
| <b>3</b> By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in <b>Part VI</b> the role the organization's supported organizations played in this regard.   |     |    |

**Section E. Type III Functionally-Integrated Supporting Organizations**

|   |     |    |
|---|-----|----|
| <b>1</b> Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):  |     |    |
| <b>a</b> <input type="checkbox"/> The organization satisfied the Activities Test. Complete <b>line 2</b> below.   |     |    |
| <b>b</b> <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete <b>line 3</b> below.  |     |    |
| <b>c</b> <input type="checkbox"/> The organization supported a governmental entity. Describe in <b>Part VI</b> how you supported a government entity (see instructions).  |     |    |
| <b>2</b> Activities Test. Answer (a) and (b) below.   |     |    |
| <b>a</b> Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in <b>Part VI</b> identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities. | Yes | No |
| <b>b</b> Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in <b>Part VI</b> the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.  |     |    |
| <b>3</b> Parent of Supported Organizations. Answer (a) and (b) below.   |     |    |
| <b>a</b> Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in <b>Part VI</b> .   |     |    |
| <b>b</b> Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in <b>Part VI</b> the role played by the organization in this regard.   |     |    |

**Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

1  Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

| <b>Section A - Adjusted Net Income</b> |  | (A) Prior Year | (B) Current Year (optional) |
|--|--|----------------|-----------------------------|
| 1                                      | Net short-term capital gain  | 1              |                             |
| 2                                      | Recoveries of prior-year distributions   | 2              |                             |
| 3                                      | Other gross income (see instructions)  | 3              |                             |
| 4                                      | Add lines 1 through 3  | 4              |                             |
| 5                                      | Depreciation and depletion   | 5              |                             |
| 6                                      | Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions) | 6              |                             |
| 7                                      | Other expenses (see instructions)  | 7              |                             |
| 8                                      | <b>Adjusted Net Income</b> (subtract lines 5, 6 and 7 from line 4)   | 8              |                             |

| <b>Section B - Minimum Asset Amount</b> |   | (A) Prior Year | (B) Current Year (optional) |
|---|---|----------------|-----------------------------|
| 1                                       | Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year): |                |                             |
| a                                       | Average monthly value of securities   | 1a             |                             |
| b                                       | Average monthly cash balances   | 1b             |                             |
| c                                       | Fair market value of other non-exempt-use assets  | 1c             |                             |
| d                                       | <b>Total</b> (add lines 1a, 1b, and 1c)   | 1d             |                             |
| e                                       | <b>Discount</b> claimed for blockage or other factors (explain in detail in <b>Part VI</b> ):                                   |                |                             |
| 2                                       | Acquisition indebtedness applicable to non-exempt-use assets  | 2              |                             |
| 3                                       | Subtract line 2 from line 1d  | 3              |                             |
| 4                                       | Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).                                 | 4              |                             |
| 5                                       | Net value of non-exempt-use assets (subtract line 4 from line 3)  | 5              |                             |
| 6                                       | Multiply line 5 by .035   | 6              |                             |
| 7                                       | Recoveries of prior-year distributions  | 7              |                             |
| 8                                       | <b>Minimum Asset Amount</b> (add line 7 to line 6)  | 8              |                             |

| <b>Section C - Distributable Amount</b> |   |   | Current Year |
|---|---|---|--------------|
| 1                                       | Adjusted net income for prior year (from Section A, line 8, Column A)   | 1 |              |
| 2                                       | Enter 85% of line 1   | 2 |              |
| 3                                       | Minimum asset amount for prior year (from Section B, line 8, Column A)  | 3 |              |
| 4                                       | Enter greater of line 2 or line 3   | 4 |              |
| 5                                       | Income tax imposed in prior year  | 5 |              |
| 6                                       | <b>Distributable Amount.</b> Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)  | 6 |              |
| 7                                       | <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions). |   |              |

**Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations** *(continued)*

| Section D - Distributions   | Current Year |
|---|--------------|
| <b>1</b> Amounts paid to supported organizations to accomplish exempt purposes  |              |
| <b>2</b> Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity              |              |
| <b>3</b> Administrative expenses paid to accomplish exempt purposes of supported organizations  |              |
| <b>4</b> Amounts paid to acquire exempt-use assets  |              |
| <b>5</b> Qualified set-aside amounts (prior IRS approval required)  |              |
| <b>6</b> Other distributions (describe in <b>Part VI</b> ). See instructions.   |              |
| <b>7 Total annual distributions.</b> Add lines 1 through 6.   |              |
| <b>8</b> Distributions to attentive supported organizations to which the organization is responsive (provide details in <b>Part VI</b> ). See instructions. |              |
| <b>9</b> Distributable amount for 2014 from Section C, line 6   |              |
| <b>10</b> Line 8 amount divided by Line 9 amount  |              |

| Section E - Distribution Allocations (see instructions)  | (i)<br>Excess Distributions | (ii)<br>Underdistributions<br>Pre-2014 | (iii)<br>Distributable<br>Amount for 2014 |
|--|-----------------------------|--|---|
| <b>1</b> Distributable amount for 2014 from Section C, line 6  |                             |  |   |
| <b>2</b> Underdistributions, if any, for years prior to 2014 (reasonable cause required-see instructions)  |                             |  |   |
| <b>3</b> Excess distributions carryover, if any, to 2014:  |                             |  |   |
| <b>a</b>   |                             |  |   |
| <b>b</b>   |                             |  |   |
| <b>c</b>   |                             |  |   |
| <b>d</b>   |                             |  |   |
| <b>e</b> From 2013   |                             |  |   |
| <b>f Total</b> of lines 3a through e   |                             |  |   |
| <b>g</b> Applied to underdistributions of prior years  |                             |  |   |
| <b>h</b> Applied to 2014 distributable amount  |                             |  |   |
| <b>i</b> Carryover from 2009 not applied (see instructions)  |                             |  |   |
| <b>j</b> Remainder. Subtract lines 3g, 3h, and 3i from 3f.   |                             |  |   |
| <b>4</b> Distributions for 2014 from Section D, line 7: \$   |                             |  |   |
| <b>a</b> Applied to underdistributions of prior years  |                             |  |   |
| <b>b</b> Applied to 2014 distributable amount  |                             |  |   |
| <b>c</b> Remainder. Subtract lines 4a and 4b from 4.   |                             |  |   |
| <b>5</b> Remaining underdistributions for years prior to 2014, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions). |                             |  |   |
| <b>6</b> Remaining underdistributions for 2014. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).                        |                             |  |   |
| <b>7 Excess distributions carryover to 2015.</b> Add lines 3j and 4c.  |                             |  |   |
| <b>8</b> Breakdown of line 7:  |                             |  |   |
| <b>a</b>   |                             |  |   |
| <b>b</b>   |                             |  |   |
| <b>c</b>   |                             |  |   |
| <b>d</b> Excess from 2013  |                             |  |   |
| <b>e</b> Excess from 2014  |                             |  |   |





**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Name of the organization

SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION

Employer identification number

94-2260626

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( 3 ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ..... ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

|   |   |
|---|---|
| <b>Name of organization</b><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | <b>Employer identification number</b><br>94-2260626 |
|---|---|

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4 | (c)<br>Total contributions | (d)<br>Type of contribution   |
|------------|-----------------------------------|----------------------------|---|
| 1          | _____<br>_____<br>_____           | \$ _____ 350,000.          | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
| 2          | _____<br>_____<br>_____           | \$ _____ 250,000.          | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
| 3          | _____<br>_____<br>_____           | \$ _____ 300,000.          | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
| _____      | _____<br>_____<br>_____           | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |
| _____      | _____<br>_____<br>_____           | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |
| _____      | _____<br>_____<br>_____           | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)            |

|   |   |
|---|---|
| <b>Name of organization</b><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | <b>Employer identification number</b><br>94-2260626 |
|---|---|

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--|--|----------------------|
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |
|                              | _____<br>_____<br>_____                      | \$ _____                                       | _____                |

|   |   |
|---|---|
| <b>Name of organization</b><br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | <b>Employer identification number</b><br>94-2260626 |
|---|---|

**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once.) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

| (a) No. from Part I                            | (b) Purpose of gift | (c) Use of gift                                 | (d) Description of how gift is held |
|--|---------------------|---|-------------------------------------|
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |
| (a) No. from Part I                            | (b) Purpose of gift | (c) Use of gift                                 | (d) Description of how gift is held |
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |
| (a) No. from Part I                            | (b) Purpose of gift | (c) Use of gift                                 | (d) Description of how gift is held |
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |
| (a) No. from Part I                            | (b) Purpose of gift | (c) Use of gift                                 | (d) Description of how gift is held |
|  |                     |   |                                     |
| <b>(e) Transfer of gift</b>                    |                     |   |                                     |
| <b>Transferee's name, address, and ZIP + 4</b> |                     | <b>Relationship of transferor to transferee</b> |                                     |
|  |                     |   |                                     |

**SCHEDULE C**  
**(Form 990 or 990-EZ)**

**Political Campaign and Lobbying Activities**

OMB No. 1545-0047

**2014**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

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

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

▶ **Information about Schedule C (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

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

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

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

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

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

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

|  |  |
|--|--|
| Name of organization<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | Employer identification number<br>94-2260626 |
|--|--|

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

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

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

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

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

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

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

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

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

| <b>Limits on Lobbying Expenditures</b><br>(The term "expenditures" means amounts paid or incurred.)  |  | (a) Filing organization's totals | (b) Affiliated group totals                              |
|--|--|----------------------------------|--|
| <b>1a</b> Total lobbying expenditures to influence public opinion (grass roots lobbying) .....   |  |                                  |  |
| <b>b</b> Total lobbying expenditures to influence a legislative body (direct lobbying) .....   |  | 25,000.                          |  |
| <b>c</b> Total lobbying expenditures (add lines 1a and 1b) .....   |  | 25,000.                          |  |
| <b>d</b> Other exempt purpose expenditures .....   |  | 14,395,954.                      |  |
| <b>e</b> Total exempt purpose expenditures (add lines 1c and 1d) .....   |  | 14,420,954.                      |  |
| <b>f</b> Lobbying nontaxable amount. Enter the amount from the following table in both columns.  |  | 871,048.                         |  |
| <b>If the amount on line 1e, column (a) or (b) is:</b>   | <b>The lobbying nontaxable amount is:</b>          |                                  |  |
| Not over \$500,000   | 20% of the amount on line 1e.                      |                                  |  |
| Over \$500,000 but not over \$1,000,000  | \$100,000 plus 15% of the excess over \$500,000.   |                                  |  |
| Over \$1,000,000 but not over \$1,500,000  | \$175,000 plus 10% of the excess over \$1,000,000. |                                  |  |
| Over \$1,500,000 but not over \$17,000,000   | \$225,000 plus 5% of the excess over \$1,500,000.  |                                  |  |
| Over \$17,000,000  | \$1,000,000.                                       |                                  |  |
| <b>g</b> Grassroots nontaxable amount (enter 25% of line 1f) .....   |  | 217,762.                         |  |
| <b>h</b> Subtract line 1g from line 1a. If zero or less, enter -0- .....   |  | 0.                               |  |
| <b>i</b> Subtract line 1f from line 1c. If zero or less, enter -0- .....   |  | 0.                               |  |
| <b>j</b> If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ..... |  |                                  | <input type="checkbox"/> Yes <input type="checkbox"/> No |

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

| <b>Lobbying Expenditures During 4-Year Averaging Period</b>         |          |          |          |          |            |
|---|----------|----------|----------|----------|------------|
| Calendar year<br>(or fiscal year beginning in)                      | (a) 2011 | (b) 2012 | (c) 2013 | (d) 2014 | (e) Total  |
| <b>2a</b> Lobbying nontaxable amount                                | 524,690. | 586,610. | 682,919. | 871,048. | 2,665,267. |
| <b>b</b> Lobbying ceiling amount<br>(150% of line 2a, column(e))    |          |          |          |          | 3,997,901. |
| <b>c</b> Total lobbying expenditures                                | 44,200.  | 44,200.  | 40,000.  | 25,000.  | 153,400.   |
| <b>d</b> Grassroots nontaxable amount                               | 131,173. | 146,653. | 170,730. | 217,762. | 666,318.   |
| <b>e</b> Grassroots ceiling amount<br>(150% of line 2d, column (e)) |          |          |          |          | 999,477.   |
| <b>f</b> Grassroots lobbying expenditures                           | 5,100.   | 5,100.   | 15,000.  | 0.       | 25,200.    |

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

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

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

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

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

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

**Part IV Supplemental Information**

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

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**SCHEDULE D**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

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

OMB No. 1545-0047

**2014**

**Open to Public Inspection**

▶ **Information about Schedule D (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

**Name of the organization** SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION  
**Employer identification number** 94-2260626

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

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

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

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

|  |   |
|--|---|
| <input type="checkbox"/> Preservation of land for public use (e.g., recreation or education) | <input type="checkbox"/> Preservation of a historically important land area |
| <input type="checkbox"/> Protection of natural habitat                                       | <input type="checkbox"/> Preservation of a certified historic structure     |
| <input type="checkbox"/> Preservation of open space  |   |
- Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.
 

|  | Held at the End of the Tax Year |
|--|---------------------------------|
| a Total number of conservation easements .....   | 2a                              |
| b Total acreage restricted by conservation easements .....   | 2b                              |
| c Number of conservation easements on a certified historic structure included in (a) .....   | 2c                              |
| d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register ..... | 2d                              |
- Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ \_\_\_\_\_
- Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_
- Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? .....
- Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ \_\_\_\_\_
- Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ \_\_\_\_\_
- Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? .....
- In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

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

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

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

|   |            |
|---|------------|
| (i) Revenue included in Form 990, Part VIII, line 1 ..... | ▶ \$ _____ |
| (ii) Assets included in Form 990, Part X .....            | ▶ \$ _____ |
- If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
 

|   |            |
|---|------------|
| a Revenue included in Form 990, Part VIII, line 1 ..... | ▶ \$ _____ |
| b Assets included in Form 990, Part X .....             | ▶ \$ _____ |



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

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

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

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

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

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

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

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

|                                 | Amount     |
|---------------------------------|------------|
| c Beginning balance             | 156,427.   |
| d Additions during the year     | 1,665,062. |
| e Distributions during the year | 1,764,677. |
| f Ending balance                | 56,812.    |

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?  Yes  No

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

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

|  | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|--|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance                     | 47,535.          | 47,535.        | 47,535.            | 47,535.              | 58,063.             |
| b Contributions                                  |                  |                |                    |                      |                     |
| c Net investment earnings, gains, and losses     |                  |                |                    |                      | -10,528.            |
| d Grants or scholarships                         |                  |                |                    |                      |                     |
| e Other expenditures for facilities and programs |                  |                |                    |                      |                     |
| f Administrative expenses                        |                  |                |                    |                      |                     |
| g End of year balance                            | 47,535.          | 47,535.        | 47,535.            | 47,535.              | 47,535.             |

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

- a Board designated or quasi-endowment  \_\_\_\_\_ %
- b Permanent endowment  \_\_\_\_\_ %
- c Temporarily restricted endowment  100.00 %

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

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

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

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

**Part VI Land, Buildings, and Equipment.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

| Description of property  | (a) Cost or other basis (investment) | (b) Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--|--------------------------------------|---------------------------------|------------------------------|----------------|
| 1a Land  |                                      | 228,582.                        |                              | 228,582.       |
| b Buildings  |                                      | 533,358.                        | 296,681.                     | 236,677.       |
| c Leasehold improvements   |                                      | 4,804,817.                      | 3,182,503.                   | 1,622,314.     |
| d Equipment  |                                      | 173,527.                        | 162,988.                     | 10,539.        |
| e Other  |                                      | 133,597.                        | 58,550.                      | 75,047.        |
| <b>Total.</b> Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.) |                                      |                                 |                              | 2,173,159.     |

**Part VII Investments - Other Securities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

| (a) Description of security or category (including name of security)      | (b) Book value | (c) Method of valuation: Cost or end-of-year market value |
|---|----------------|---|
| (1) Financial derivatives .....   |                |   |
| (2) Closely-held equity interests .....                                   |                |   |
| (3) Other .....   |                |   |
| (A) INVESTMENTS IN RELATED PARTY  | 365,000.       | COST  |
| (B)   |                |   |
| (C)   |                |   |
| (D)   |                |   |
| (E)   |                |   |
| (F)   |                |   |
| (G)   |                |   |
| (H)   |                |   |
| <b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶ | 365,000.       |   |

**Part VIII Investments - Program Related.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

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

**Part IX Other Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

| (a) Description   | (b) Book value |
|---|----------------|
| (1) OPERATING RESERVES  | 334,690.       |
| (2) REPLACEMENT RESERVES  | 301,367.       |
| (3) DEPOSITS  | 51,931.        |
| (4) DUE FROM RELATED PARTY  | 71,366.        |
| (5)   |                |
| (6)   |                |
| (7)   |                |
| (8)   |                |
| (9)   |                |
| <b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶ | 759,354.       |

**Part X Other Liabilities.**

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

| 1. (a) Description of liability   | (b) Book value |
|---|----------------|
| (1) Federal income taxes  |                |
| (2) TENANT SECURITY DEPOSIT PAYABLE   | 153,991.       |
| (3) RESIDUAL RECEIPTS NOTES PAYABLE- SHORT TERM                             | 106,508.       |
| (4) RESIDUAL RECEIPTS NOTES PAYABLE- LONG TERM                              | 29,367.        |
| (5)   |                |
| (6)   |                |
| (7)   |                |
| (8)   |                |
| (9)   |                |
| <b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶ | 289,866.       |

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

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

|          |  |           |          |             |
|----------|--|-----------|----------|-------------|
| <b>1</b> | Total revenue, gains, and other support per audited financial statements                       |           | <b>1</b> | 16,305,057. |
| <b>2</b> | Amounts included on line 1 but not on Form 990, Part VIII, line 12:                            |           |          |             |
| <b>a</b> | Net unrealized gains (losses) on investments   | <b>2a</b> | 6,065.   |             |
| <b>b</b> | Donated services and use of facilities   | <b>2b</b> |          |             |
| <b>c</b> | Recoveries of prior year grants  | <b>2c</b> |          |             |
| <b>d</b> | Other (Describe in Part XIII.)   | <b>2d</b> | 1.       |             |
| <b>e</b> | Add lines <b>2a</b> through <b>2d</b>  | <b>2e</b> |          | 6,066.      |
| <b>3</b> | Subtract line <b>2e</b> from line <b>1</b>   |           | <b>3</b> | 16,298,991. |
| <b>4</b> | Amounts included on Form 990, Part VIII, line 12, but not on line 1:                           |           |          |             |
| <b>a</b> | Investment expenses not included on Form 990, Part VIII, line 7b                               | <b>4a</b> |          |             |
| <b>b</b> | Other (Describe in Part XIII.)   | <b>4b</b> |          |             |
| <b>c</b> | Add lines <b>4a</b> and <b>4b</b>  | <b>4c</b> |          | 0.          |
| <b>5</b> | Total revenue. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12.) |           | <b>5</b> | 16,298,991. |

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

|          |   |           |          |             |
|----------|---|-----------|----------|-------------|
| <b>1</b> | Total expenses and losses per audited financial statements                                      |           | <b>1</b> | 16,315,825. |
| <b>2</b> | Amounts included on line 1 but not on Form 990, Part IX, line 25:                               |           |          |             |
| <b>a</b> | Donated services and use of facilities  | <b>2a</b> |          |             |
| <b>b</b> | Prior year adjustments  | <b>2b</b> |          |             |
| <b>c</b> | Other losses  | <b>2c</b> |          |             |
| <b>d</b> | Other (Describe in Part XIII.)  | <b>2d</b> |          |             |
| <b>e</b> | Add lines <b>2a</b> through <b>2d</b>   | <b>2e</b> |          | 0.          |
| <b>3</b> | Subtract line <b>2e</b> from line <b>1</b>  |           | <b>3</b> | 16,315,825. |
| <b>4</b> | Amounts included on Form 990, Part IX, line 25, but not on line 1:                              |           |          |             |
| <b>a</b> | Investment expenses not included on Form 990, Part VIII, line 7b                                | <b>4a</b> |          |             |
| <b>b</b> | Other (Describe in Part XIII.)  | <b>4b</b> |          |             |
| <b>c</b> | Add lines <b>4a</b> and <b>4b</b>   | <b>4c</b> |          | 0.          |
| <b>5</b> | Total expenses. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18.) |           | <b>5</b> | 16,315,825. |

**Part XIII Supplemental Information.**

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

**PART IV, LINE 2B:**

VETERANS MAY ELECT SWORDS TO PLOWSHARES TO RECEIVE THEIR MONTHLY BENEFITS INCOME. FOR MOST VETERANS, THE ORGANIZATION PAYS THEIR RENT AND GIVES THE REMAINING FUNDS TO THE CLIENT. SEVERAL VETERANS MAINTAIN A BALANCE.

THE BEGINNING BALANCE WAS UPDATED WITH A PRIOR PERIOD ADJUSTMENT OF (\$10).

**PART V, LINE 4:**

THE ORGANIZATION'S ENDOWMENT FUND SUPPORTS THE VETERANS ACADEMY.

**PART X, LINE 2:**

THE ORGANIZATION QUALIFIES AS A TAX-EXEMPT ORGANIZATION UNDER SECTION

**Part XIII** Supplemental Information (continued)

501(C)(3) OF THE INTERNAL REVENUE CODE AND BY CALIFORNIA REVENUE AND  
TAXATION CODE SECTION 23701(D), AND ACCORDINGLY, IS NOT SUBJECT TO FEDERAL  
AND CALIFORNIA INCOME TAXES.

SWORDS-150 OTIS, LLC, IS A PASS-THROUGH ENTITY FOR INCOME TAX REPORTING  
PURPOSES AND, ACCORDINGLY, DOES NOT PAY TAX ON ITS TAXABLE INCOME.  
INSTEAD, ALLOCATED INCOME OR LOSS IS REPORTED ON THE TAX RETURNS OF THE  
ORGANIZATION. THE ENTITY IS SUBJECT TO A MINIMUM FRANCHISE TAX FOR THE  
STATE OF CALIFORNIA.

EACH YEAR, MANAGEMENT CONSIDERS WHETHER ANY MATERIAL TAX POSITION THE  
ORGANIZATION HAS TAKEN IS MORE LIKELY THAN NOT TO BE SUSTAINED UPON  
EXAMINATION BY THE APPLICABLE TAX AUTHORITY. MANAGEMENT BELIEVES THAT ANY  
POSITIONS THE ORGANIZATION HAS TAKEN ARE SUPPORTED BY SUBSTANTIAL  
AUTHORITY.



**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

|  |   | (a) Event #1                           | (b) Event #2 | (c) Other events       | (d) Total events<br>(add col. (a) through<br>col. (c)) |
|--|---|--|--------------|------------------------|--|
|  |   | VERERANS DAY<br>DINNER<br>(event type) | (event type) | NONE<br>(total number) |  |
| Revenue  | <b>1</b> Gross receipts .....   | 385,693.                               |              |                        | 385,693.   |
|  | <b>2</b> Less: Contributions .....  |  |              |                        |  |
|  | <b>3</b> Gross income (line 1 minus line 2) .....                           | 385,693.                               |              |                        | 385,693.   |
| Direct Expenses  | <b>4</b> Cash prizes .....  |  |              |                        |  |
|  | <b>5</b> Noncash prizes .....   |  |              |                        |  |
|  | <b>6</b> Rent/facility costs .....  |  |              |                        |  |
|  | <b>7</b> Food and beverages .....   |  |              |                        |  |
|  | <b>8</b> Entertainment .....  |  |              |                        |  |
|  | <b>9</b> Other direct expenses .....  | 166,578.                               |              |                        | 166,578.   |
|  | <b>10</b> Direct expense summary. Add lines 4 through 9 in column (d) ..... |  |              |                        | 166,578.   |
| <b>11</b> Net income summary. Subtract line 10 from line 3, column (d) ..... |   |  |              | 219,115.               |  |

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

|                 |   | (a) Bingo   | (b) Pull tabs/instant<br>bingo/progressive bingo                    | (c) Other gaming  | (d) Total gaming (add<br>col. (a) through col. (c)) |
|-----------------|---|---|---|---|---|
|                 |   |   |   |   |   |
| Revenue         | <b>1</b> Gross revenue .....  |   |   |   |   |
| Direct Expenses | <b>2</b> Cash prizes .....  |   |   |   |   |
|                 | <b>3</b> Noncash prizes .....   |   |   |   |   |
|                 | <b>4</b> Rent/facility costs .....  |   |   |   |   |
|                 | <b>5</b> Other direct expenses .....  |   |   |   |   |
|                 | <b>6</b> Volunteer labor .....  | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No | <input type="checkbox"/> Yes _____ %<br><input type="checkbox"/> No |   |
|                 | <b>7</b> Direct expense summary. Add lines 2 through 5 in column (d) .....        |   |   |   |   |
|                 | <b>8</b> Net gaming income summary. Subtract line 7 from line 1, column (d) ..... |   |   |   |   |

**9** Enter the state(s) in which the organization conducts gaming activities: \_\_\_\_\_  
**a** Is the organization licensed to conduct gaming activities in each of these states?  Yes  No  
**b** If "No," explain: \_\_\_\_\_

**10a** Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?  Yes  No  
**b** If "Yes," explain: \_\_\_\_\_







**SCHEDULE I  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

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

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

▶ **Attach to Form 990.**

OMB No. 1545-0047

**2014**

**Open to Public  
Inspection**

▶ **Information about Schedule I (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**

Name of the organization **SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION** Employer identification number **94-2260626**

**Part I General Information on Grants and Assistance**

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?  **Yes**  **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

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

| <b>1 (a)</b> Name and address of organization or government                                 | <b>(b)</b> EIN | <b>(c)</b> IRC section if applicable | <b>(d)</b> Amount of cash grant | <b>(e)</b> Amount of non-cash assistance | <b>(f)</b> Method of valuation (book, FMV, appraisal, other) | <b>(g)</b> Description of non-cash assistance | <b>(h)</b> Purpose of grant or assistance |
|---|----------------|--------------------------------------|---------------------------------|--|--|---|---|
| ANOTHER CHANCE HOUSE<br>209 S. JACKSON STREET<br>AMARILLO, TX 79101                         | 75-2233200     | PC                                   | 20,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |
| CENTER FOR JUVENILE AND CRIMINAL JUSTICE - 40 BOARDMAN PLACE - SAN FRANCISCO, CA 94103      | 94-3136811     | PC                                   | 60,917.                         | 0.                                       |  |   | EMPLOYMENT SERVICES                       |
| NPOWER, INC.<br>3 METROTECH CENTER, MEZZANINE<br>BROOKLYN, NY 11201                         | 13-4145441     | PC                                   | 60,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |
| UNITED STATES VETERANS INITIATIVE<br>800 WEST 6TH STREET, STE 1505<br>LOS ANGELES, CA 90017 | 95-4382752     | PC                                   | 60,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |
| WORKLIFE MINISTRY<br>1900 ST. JAMES PLACE, STE. 880<br>HOUSTON, TX 77056                    | 76-0312087     | PC                                   | 40,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |
| STATE CENTER COMMUNITY COLLEGE FOUNDATION - 390 W. FIR AVE., STE 300 - CLOVIS, CA 93611     | 77-0190269     | PC                                   | 20,000.                         | 0.                                       |  |   | EMPLOYMENT SERVICES FOR VETERANS          |

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 7.
- 3** Enter total number of other organizations listed in the line 1 table ▶

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

Schedule I (Form 990) (2014)



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

| (a) Type of grant or assistance      | (b) Number of recipients | (c) Amount of cash grant | (d) Amount of non-cash assistance | (e) Method of valuation (book, FMV, appraisal, other) | (f) Description of non-cash assistance |
|--------------------------------------|--------------------------|--------------------------|-----------------------------------|---|--|
| HOUSING ASSISTANCE                   | 610                      | 1,741,379.               | 0.                                |   |  |
| TRAINING                             | 85                       | 138,453.                 | 0.                                |   |  |
| TRANSPORTATION                       | 150                      | 48,887.                  | 0.                                |   |  |
| TOOLS, CLOTHES FOR WORK, FOOD, OTHER | 350                      | 114,029.                 | 0.                                |   |  |
|                                      |                          |                          |                                   |   |  |

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

PART I, LINE 2:

SWORDS TO PLOWSHARES INSURES PROPER USE OF ASSISTANCE FUNDS BY WRITING

CHECKS DIRECTLY TO THE PROVIDERS OF SERVICES OR GOODS TO VETERANS, OR WE

OBTAIN A RECEIPT TO SHOW GOODS OR SERVICES WERE RECEIVED.

**SCHEDULE J  
(Form 990)**

**Compensation Information**

OMB No. 1545-0047

**2014**

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

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

▶ Attach to Form 990.

▶ Information about Schedule J (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization **SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION**

Employer identification number  
**94-2260626**

**Part I Questions Regarding Compensation**

- 1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.
- |  |  |
|--|--|
| <input type="checkbox"/> First-class or charter travel             | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees   |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |
- b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain .....
- 2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a? .....
- 3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.
- |   |   |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee          | <input type="checkbox"/> Written employment contract                                |
| <input type="checkbox"/> Independent compensation consultant        | <input checked="" type="checkbox"/> Compensation survey or study                    |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |
- 4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:
- a** Receive a severance payment or change-of-control payment? .....
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan? .....
- c** Participate in, or receive payment from, an equity-based compensation arrangement? .....
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.
- Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.**
- 5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:
- a** The organization? .....
- b** Any related organization? .....
- If "Yes" to line 5a or 5b, describe in Part III.
- 6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:
- a** The organization? .....
- b** Any related organization? .....
- If "Yes" to line 6a or 6b, describe in Part III.
- 7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III .....
- 8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III .....
- 9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? .....

|           | Yes | No |
|-----------|-----|----|
| <b>1b</b> |     |    |
| <b>2</b>  |     |    |
| <b>4a</b> |     | X  |
| <b>4b</b> |     | X  |
| <b>4c</b> |     | X  |
| <b>5a</b> |     | X  |
| <b>5b</b> |     | X  |
| <b>6a</b> |     | X  |
| <b>6b</b> |     | X  |
| <b>7</b>  |     | X  |
| <b>8</b>  |     | X  |
| <b>9</b>  |     |    |

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

Schedule J (Form 990) 2014

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

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

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

| (A) Name and Title                          |      | (B) Breakdown of W-2 and/or 1099-MISC compensation |                                     |                                     | (C) Retirement and other deferred compensation | (D) Nontaxable benefits | (E) Total of columns (B)(i)-(D) | (F) Compensation in column (B) reported as deferred in prior Form 990 |
|---|------|--|-------------------------------------|-------------------------------------|--|-------------------------|---------------------------------|---|
|   |      | (i) Base compensation                              | (ii) Bonus & incentive compensation | (iii) Other reportable compensation |  |                         |                                 |   |
| (1) MICHAEL BLECKER<br>EXECUTIVE DIRECTOR   | (i)  | 163,606.   | 0.                                  | 0.                                  | 5,000.   | 11,100.                 | 179,706.                        | 0.  |
|   | (ii) | 0.   | 0.                                  | 0.                                  | 0.   | 0.                      | 0.                              | 0.  |
| (2) JOHN BEEM<br>CHIEF FINANCIAL OFFICER    | (i)  | 141,745.   | 0.                                  | 0.                                  | 4,000.   | 11,100.                 | 156,845.                        | 0.  |
|   | (ii) | 0.   | 0.                                  | 0.                                  | 0.   | 0.                      | 0.                              | 0.  |
| (3) LEON WINSTON<br>CHIEF OPERATING OFFICER | (i)  | 141,745.   | 0.                                  | 0.                                  | 5,000.   | 7,500.                  | 154,245.                        | 0.  |
|   | (ii) | 0.   | 0.                                  | 0.                                  | 0.   | 0.                      | 0.                              | 0.  |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |
|   | (i)  |  |                                     |                                     |  |                         |                                 |   |
|   | (ii) |  |                                     |                                     |  |                         |                                 |   |



**SCHEDULE O**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

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

▶ Attach to Form 990 or 990-EZ.

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

OMB No. 1545-0047

**2014**

Open to Public  
Inspection

|   |  |
|---|--|
| Name of the organization<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS<br>ORGANIZATION | Employer identification number<br>94-2260626 |
|---|--|

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

POLICY DEVELOPMENT - INSTITUTE FOR VETERAN'S POLICY (IVP) - SWORDS'

INSTITUTE FOR VETERAN POLICY ADVOCATES FOR IMPROVED SYSTEMS OF CARE FOR

VETERANS OF ALL ERAS, SPECIFICALLY IN THE AREAS OF ACCESS TO BENEFITS,

HOUSING, EMPLOYMENT, MENTAL HEALTH AND THE PREVENTION OF POVERTY AND

HOMELESSNESS. THE PROGRAM DELIVERS THE HIGHLY ACCLAIMED COMBAT TO

COMMUNITY TRAINING TO HUNDREDS EACH YEAR. IVP ALSO PROVIDES TECHNICAL

ASSISTANCE AND ADMINISTERS THE RE-GRANTING OF FUNDS TO VETERAN-SERVING

AGENCIES IN CALIFORNIA AND TEXAS WHICH DELIVER EMPLOYMENT, TRAINING,

AND WRAP AROUND SERVICES.

LEGAL SERVICES - EACH YEAR, WE HELP OUR CLIENTS WIN MILLIONS OF DOLLARS

IN VA DISABILITY COMPENSATION, MEDICAL SERVICES AND PENSION BENEFITS.

THIS IS MORE THAN 25 TIMES WHAT IT COSTS SWORDS TO PROVIDE THESE FREE

SERVICES. MANY OF OUR CLIENTS ARE ALSO AWARDED FREE LIFETIME HEALTHCARE

FROM THE VA. OUR LEGAL STAFF SERVED 452 VETERANS, PROVIDING EXPERT

ADVICE TO 55 VETERANS AND ONGOING REPRESENTATION TO 397. NINETY PERCENT

OF THE CASES ADJUDICATED WERE IN THE VETERAN'S FAVOR.

EXPENSES \$ 1,767,323. INCLUDING GRANTS OF \$ 307,917. REVENUE \$ 0.

FORM 990, PART VI, SECTION B, LINE 11:

REVIEWED IN DETAIL BY FINANCE AND AUDIT COMMITTEE. AVAILABLE TO ALL

DIRECTORS.

FORM 990, PART VI, SECTION B, LINE 12C:

YES - UPON OR BEFORE ELECTION TO THE BOARD, A BOARD MEMBER WILL MAKE A

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

Schedule O (Form 990 or 990-EZ) (2014)

|   |  |
|---|--|
| Name of the organization<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS<br>ORGANIZATION | Employer identification number<br>94-2260626 |
|---|--|

FULL, WRITTEN DISCLOSURE OF INTERESTS, RELATIONSHIPS, AND HOLDINGS THAT

COULD POTENTIALLY RESULT IN A CONFLICT OF INTEREST. THIS WRITTEN

DISCLOSURE IS KEPT ON FILE AND IS UPDATED AS APPROPRIATE. ANNUALLY, EACH

DIRECTOR WILL UPDATE THE CONFLICT OF INTEREST POLICY DECLARATION. IF A

DIRECTOR IDENTIFIES A CONFLICT OF INTEREST, HE OR SHE IS ASKED TO LEAVE THE

ROOM DURING THE DISCUSSION AND IS NOT PERMITTED TO VOTE ON THE QUESTION.

FORM 990, PART VI, SECTION B, LINE 15:

YES - THE COMPENSATION FOR THE CEO IS DETERMINED BY EXECUTIVE COMPENSATION

REVIEW. THE BOARD (OR A COMMITTEE) SHALL REVIEW ANY COMPENSATION PACKAGES

(INCLUDING ALL BENEFITS) OF THE EXECUTIVE DIRECTOR, THE CHIEF OPERATING

OFFICER AND THE CHIEF FINANCIAL OFFICER, AND ANY OTHER OFFICER WHO RECEIVES

COMPENSATION FROM THE CORPORATION, AND SHALL APPROVE SUCH COMPENSATION ONLY

AFTER DETERMINING THAT THE COMPENSATION IS JUST AND REASONABLE, PROVIDED

THAT IN THE CASE OF THE EXECUTIVE DIRECTOR SUCH REVIEW SHALL BE PERFORMED

BY THE EXECUTIVE COMMITTEE. THIS REVIEW AND APPROVAL SHALL OCCUR ANNUALLY,

AS WELL AS WHEN SUCH OFFICER IS HIRED, WHEN THE TERM OF EMPLOYMENT OF SUCH

OFFICER IS RENEWED OR EXTENDED, AND WHEN THE COMPENSATION OF SUCH OFFICER

IS MODIFIED, UNLESS THE MODIFICATION APPLIES TO SUBSTANTIALLY ALL OF THE

EMPLOYEES OF THE CORPORATION. SALARY COMPARISONS FOR OFFICERS' POSITIONS

ARE COMPILED ANNUALLY. THERE IS A RECORD OF THESE DECISIONS IN THE BOARD'S

MINUTES. ALL OFFICERS' SALARIES WERE REVIEWED IN 2014 AND AGAIN IN 2015.

FORM 990, PART VI, SECTION C, LINE 19:

COPIES ARE AVAILABLE FOR INSPECTION AT OFFICE AND COPIES ARE PROVIDED UPON

REQUEST. 990S, AUDITED FINANCIAL STATEMENTS AND POLICIES - CONFLICT OF

INTEREST AND WHISTLEBLOWER - ARE AVAILABLE ON OUR OWN WEBSITE. 990S ARE

POSTED ON WWW.GUIDESTAR.ORG.



|  |  |
|--|--|
| Name of the organization<br>SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION | Employer identification number<br>94-2260626 |
|--|--|

FORM 990, PART XII, LINE 2C

THE ORGANIZATION RETAINS A PROFESSIONAL CPA FIRM TO CONDUCT AN INDEPENDENT AUDIT OF THE FINANCIAL STATEMENTS. THERE WAS NO CHANGE TO THE SELECTION PROCESS THIS YEAR.

**SCHEDULE R  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Related Organizations and Unrelated Partnerships**

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

▶ Attach to Form 990.

▶ Information about Schedule R (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Open to Public Inspection

Name of the organization **SWORDS TO PLOWSHARES: VETERANS RIGHTS ORGANIZATION** Employer identification number **94-2260626**

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

| (a)<br>Name, address, and EIN (if applicable)<br>of disregarded entity              | (b)<br>Primary activity             | (c)<br>Legal domicile (state or<br>foreign country) | (d)<br>Total income | (e)<br>End-of-year assets | (f)<br>Direct controlling<br>entity |
|---|-------------------------------------|---|---------------------|---------------------------|-------------------------------------|
| SWORDS - 150 OTIS LLC - 94-3450204<br>1060 HOWARD STREET<br>SAN FRANCISCO, CA 94103 | HOUSING DEVELOPMENT<br>CONSTRUCTION | CALIFORNIA  | 0.                  | 365,000.                  | SWORDS TO PLOWSHARES                |
|   |                                     |   |                     |                           |                                     |
|   |                                     |   |                     |                           |                                     |
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**Part II Identification of Related Tax-Exempt Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.

| (a)<br>Name, address, and EIN<br>of related organization | (b)<br>Primary activity | (c)<br>Legal domicile (state or<br>foreign country) | (d)<br>Exempt Code<br>section | (e)<br>Public charity<br>status (if section<br>501(c)(3)) | (f)<br>Direct controlling<br>entity | (g)<br>Section 512(b)(13)<br>controlled<br>entity? |    |
|--|-------------------------|---|-------------------------------|---|-------------------------------------|--|----|
|  |                         |   |                               |   |                                     | Yes  | No |
|  |                         |   |                               |   |                                     |  |    |
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For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule R (Form 990) 2014

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

| (a)<br>Name, address, and EIN<br>of related organization | (b)<br>Primary activity | (c)<br>Legal domicile<br>(state or<br>foreign<br>country) | (d)<br>Direct controlling<br>entity | (e)<br>Predominant income<br>(related, unrelated,<br>excluded from tax under<br>sections 512-514) | (f)<br>Share of total<br>income | (g)<br>Share of<br>end-of-year<br>assets | (h)<br>Disproportionate<br>allocations? |    | (i)<br>Code V-UBI<br>amount in box<br>20 of Schedule<br>K-1 (Form 1065) | (j)<br>General or<br>managing<br>partner? |    | (k)<br>Percentage<br>ownership |
|--|-------------------------|---|-------------------------------------|---|---------------------------------|--|---|----|---|---|----|--------------------------------|
|  |                         |   |                                     |   |                                 |  | Yes                                     | No |   | Yes                                       | No |                                |
|  |                         |   |                                     |   |                                 |  |   |    |   |   |    |                                |
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**Part IV Identification of Related Organizations Taxable as a Corporation or Trust** Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

| (a)<br>Name, address, and EIN<br>of related organization | (b)<br>Primary activity | (c)<br>Legal domicile<br>(state or<br>foreign<br>country) | (d)<br>Direct controlling<br>entity | (e)<br>Type of entity<br>(C corp, S corp,<br>or trust) | (f)<br>Share of total<br>income | (g)<br>Share of<br>end-of-year<br>assets | (h)<br>Percentage<br>ownership | (i)<br>Section<br>512(b)(13)<br>controlled<br>entity? |    |
|--|-------------------------|---|-------------------------------------|--|---------------------------------|--|--------------------------------|---|----|
|  |                         |   |                                     |  |                                 |  |                                | Yes   | No |
|  |                         |   |                                     |  |                                 |  |                                |   |    |
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**Part V Transactions With Related Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

|  | Yes       | No |
|--|-----------|----|
| <b>a</b> Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity ..... | <b>1a</b> |    |
| <b>b</b> Gift, grant, or capital contribution to related organization(s) .....                                 | <b>1b</b> |    |
| <b>c</b> Gift, grant, or capital contribution from related organization(s) .....                               | <b>1c</b> |    |
| <b>d</b> Loans or loan guarantees to or for related organization(s) .....                                      | <b>1d</b> |    |
| <b>e</b> Loans or loan guarantees by related organization(s) .....   | <b>1e</b> |    |
| <b>f</b> Dividends from related organization(s) .....  | <b>1f</b> |    |
| <b>g</b> Sale of assets to related organization(s) .....   | <b>1g</b> |    |
| <b>h</b> Purchase of assets from related organization(s) .....   | <b>1h</b> |    |
| <b>i</b> Exchange of assets with related organization(s) .....   | <b>1i</b> |    |
| <b>j</b> Lease of facilities, equipment, or other assets to related organization(s) .....                      | <b>1j</b> |    |
| <b>k</b> Lease of facilities, equipment, or other assets from related organization(s) .....                    | <b>1k</b> |    |
| <b>l</b> Performance of services or membership or fundraising solicitations for related organization(s) .....  | <b>1l</b> |    |
| <b>m</b> Performance of services or membership or fundraising solicitations by related organization(s) .....   | <b>1m</b> |    |
| <b>n</b> Sharing of facilities, equipment, mailing lists, or other assets with related organization(s) .....   | <b>1n</b> |    |
| <b>o</b> Sharing of paid employees with related organization(s) .....  | <b>1o</b> |    |
| <b>p</b> Reimbursement paid to related organization(s) for expenses .....                                      | <b>1p</b> |    |
| <b>q</b> Reimbursement paid by related organization(s) for expenses .....                                      | <b>1q</b> |    |
| <b>r</b> Other transfer of cash or property to related organization(s) .....                                   | <b>1r</b> |    |
| <b>s</b> Other transfer of cash or property from related organization(s) .....                                 | <b>1s</b> |    |

**2** If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

| (a)<br>Name of related organization | (b)<br>Transaction type (a-s) | (c)<br>Amount involved | (d)<br>Method of determining amount involved |
|-------------------------------------|-------------------------------|------------------------|--|
| (1)                                 |                               |                        |  |
| (2)                                 |                               |                        |  |
| (3)                                 |                               |                        |  |
| (4)                                 |                               |                        |  |
| (5)                                 |                               |                        |  |
| (6)                                 |                               |                        |  |



