INITIAL REGISTRATION FORM

STATE OF CALIFORNIA

OFFICE OF THE ATTORNEY GENERAL

REGISTRY OF CHARITABLE TRUSTS

(Government Code Sections 12580-12599.7)

NOTE: A $25.00 REGISTRATION FEE MUST ACCOMPANY THIS REGISTRATION FORM. MAKE CHECK PAYABLE TO DEPARTMENT OF JUSTICE.

Pursuant to Section 12585, registration is required of every trustee subject to the Supervision of Trustees and Fundraisers for Charitable Purposes Act within thirty days after receipt of assets (cash or other forms of property) for the charitable purposes for which organized.

Every charitable (public benefit) corporation, association and trustee holding assets for charitable purposes or doing business in the State of California must register with the Attorney General, except those exempted by California Government Code section 12583. Corporations that are organized primarily as a hospital, a school, or a religious organization are exempted by Section 12583.

Name of Organization: 1 San Diego

Official Mailing Address for Organization:

Address: 150 Post Street, Suite 405
City: San Francisco
State: CA
ZIP Code: 94108-4716

Organization’s telephone number: (415) 732-7700
Organization’s e-mail address:
Organization’s fax number: (415) 732-7701
Organization’s website: 1sandiego.org

All organizations must apply for a Federal Employer Identification Number from the Internal Revenue Service, including organizations that have a group exemption or file group returns.

Federal Employer Identification Number (FEIN): 47-1398771

Group Exemption FEIN (if applicable):

All California corporations and foreign corporations that have qualified to do business in California will have a corporate number. Unincorporated organizations are assigned an organization number by the Franchise Tax Board upon application for California tax exemption.

Corporate or Organization Number: 3693298

RECEIVED
Attorney General's Office
SEP 4 2014
Registry of Charitable Trusts

CT-1 REGISTRATION FORM (6/2007)
Names and addresses of ALL trustees or directors and officers (attach a list if necessary):

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>City</th>
<th>State</th>
<th>ZIP Code</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ruben Barrales</td>
<td>2364 Via Aprilia</td>
<td>Del Mar</td>
<td>CA</td>
<td>92014</td>
</tr>
<tr>
<td>Delores Chavez Harmes</td>
<td>P.O. Box 1243</td>
<td>Valley Center</td>
<td>CA</td>
<td>92082</td>
</tr>
<tr>
<td>Ildiko Lutar</td>
<td>110 West C Street, Ste. 714</td>
<td>San Diego</td>
<td>CA</td>
<td>92101</td>
</tr>
<tr>
<td>Margarita Wilder</td>
<td>402 West Broadway, Ste. 1000</td>
<td>San Diego</td>
<td>CA</td>
<td>92101</td>
</tr>
<tr>
<td>Anthony Young</td>
<td>5625 Bonita Drive</td>
<td>San Diego</td>
<td>CA</td>
<td>92114</td>
</tr>
</tbody>
</table>

Position

- Director
- Director & Treasurer
- Director & Secretary
- Director & President

Describe the primary activity of the organization. (A copy of the material submitted with the application for federal or state tax exemption will normally provide this information.) If the organization is based outside California, comment fully on the extent of activities in California and how the California activities relate to total activities. In addition, list all funds, property, and other assets held or expected to be held in California. Indicate whether you are monitored in your home state, and if so, by whom. Attach additional sheets if necessary.

The specific purposes for which this corporation is organized are to educate the public on public policy issues relating to the City of San Diego by conducting community events and disseminating informational materials, and to relieve the City of San Diego of the costs and burden of conducting activities on behalf of the office of the Mayor.

In furtherance of those purposes, the corporation plans to engage in various educational and civic activities, including activities designed to increase citizen participation in governmental and electoral processes. Planned education-related activities include: holding town hall meetings and conferences concerning public policy issues; distributing newsletters about laws and government programs; facilitating internships for high school students with a demonstrated interest in public service and civic issues; distributing non-partisan voter information guides; preparing research papers regarding public policy issues; and making grants to other nonprofit organizations for this purpose.

Planned activities associated with the office of the Mayor’s activities include: paying for civic celebrations and commemorations; hosting receptions for visiting dignitaries; creating satellite City Hall offices; purchasing furniture and fixtures for City offices; underwriting events for community organizations and charities; promoting travel and tourism to San Diego; procuring polling on public policy issues; retaining search firms to assist with City Hall staffing; and paying for educational courses for City officials and employees to develop skills required for their respective official roles.

The corporation plans to solicit donations from a broad coalition of individuals and organizations in advancement of its purposes. Fundraising efforts will include direct solicitations, personal contacts, and mailings.

The corporation does not plan to engage in the sale of merchandise or services; it has no plans to furnish credit reports, make collections, inspect products; and it is not anticipated that any patents, copyrights, processes, or formulas will result from the corporation’s activities. It will not support or oppose candidates for public office, and will not attempt to influence legislation to any substantial degree.

The organization will be required to file financial reports annually. All organizations must file the Annual Registration/Renewal Fee Report (RFR-1) within four months and fifteen days after the end of the organization’s accounting period. Organizations with $25,000 or more in either gross receipts or total assets are also required to file either the IRS Form 990, 990-EZ, or 990-PF. Forms can be found on the Charitable Trusts’ website at http://ag.ca.gov/charities/.

If assets (funds, property, etc.) have been received, enter the date first received:

- Date assets first received: August 6, 2014

What annual accounting period has the organization adopted?

- Fiscal Year Ending December 31
- Calendar Year

Registration with the Attorney General is required within thirty days of receipt of assets.
Attach your founding documents as follows:

A) **Corporations** - Furnish a copy of the articles of incorporation and all amendments and current bylaws. If incorporated outside California, enter the date the corporation qualified through the California Secretary of State's Office to conduct activities in California.

B) **Associations** - Furnish a copy of the instrument creating the organization (bylaws, constitution, and/or articles of association).

C) **Trusts** - Furnish a copy of the trust instrument or will and decree of final distribution.

D) **Trustees for charitable purposes** - Furnish a statement describing your operations and charitable purpose.

Has the organization applied for or been granted IRS tax exempt status **Yes** □ **No** □

**Date of application for Federal tax exemption:** July 25, 2014

If known, are contributions to the organization tax deductible? **Yes** □ **No** □

Attach a copy of the Application for Recognition of Exemption (IRS Form 1023) and the determination letter issued by the IRS.

Does your organization contract with or otherwise engage the services of any commercial fundraiser for charitable purposes, fundraising counsel, or commercial coventurer? **Yes** □ **No** □

Name **Golden State Consultants**

Address 3525 Del Mar Heights Rd. #645

City **San Diego**  State **CA**  ZIP Code **92130**

Telephone Number (858) 603-7686

Commercial Fundraiser □  Fundraising Counsel □  Commercial Coventurer □

Name

Address

City  State  ZIP Code

Telephone Number

Commercial Fundraiser □  Fundraising Counsel □  Commercial Coventurer □

Name

Address

City  State  ZIP Code

Telephone Number

I declare under penalty of perjury that I have examined this registration form, including accompanying documents, and to the best of my knowledge and belief, the form and each document are true, correct, and complete.

**Signature** □ **Title** □ **Authorized Representative** □ **Date** □

If additional information is required, please refer to the Supervision of Trustees and Fundraisers for Charitable Purposes Act (Government Code sections 12580-12599.7), the Administrative Rules and Regulations pursuant to the Act (California Code of Regulations, Title 11, Sections 300-312.1).

If you have questions regarding registration, or need assistance, information is available on our website at [http://ag.ca.gov/charities/](http://ag.ca.gov/charities/) or you can reach us by telephone at (916) 445-2021 or fax at (916) 444-3651.
Articles of Incorporation
of the
San Diego Fund for Civic Betterment

I

The name of this Corporation is the San Diego Fund for Civic Betterment.

II

This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for educational and charitable purposes. The specific purposes for which this Corporation is organized are to promote educational opportunities relating to the City of San Diego by conducting community events and disseminating informational materials, and to relieve the City of San Diego of the costs and burden of conducting activities on behalf of the office of the Mayor of San Diego, such as providing instruction to staff and maintaining work spaces.

III

The name and address in the State of California of this Corporation's initial agent for service of process is:

James Sutton, Esq.
The Sutton Law Firm
150 Post Street, Suite 405
San Francisco, CA 94108-4716

IV

The initial address for the Corporation is:

150 Post Street, Suite 405
San Francisco, CA 94108-4716
(a) This Corporation is organized and operated exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

(c) No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

VI

The property of this Corporation is irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person.

Upon the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational and charitable purposes, and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

Date: 7/21/14

James R. Sutton, Incorporator
CERTIFICATE OF AMENDMENT
of
ARTICLES OF INCORPORATION
of the
SAN DIEGO FUND FOR CIVIC BETTERMENT

THE UNDERSIGNED, hereby certifies that:

1. He is the Incorporator of the San Diego Fund for Civic Betterment, a California nonprofit public benefit corporation incorporated on July 21, 2014. (CA Corp. No. 3693298.)

2. The heading appearing on the Articles of Incorporation of this corporation is amended to read as follows:

   Articles of Incorporation
   of
   1 San Diego

3. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

   The name of this Corporation is 1 San Diego.

4. The foregoing amendments have been duly approved and adopted by the sole Incorporator.

5. The corporation has no members.

I declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Date: 7/24/14

James R. Sutton, Incorporator
I hereby certify that the foregoing transcript of ____ page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JUL 25 2014

Date: ______________________

Debra Bowen
DEBRA BOWEN, Secretary of State
BYLAWS

OF

1 SAN DIEGO

A California Public Benefit Corporation

ARTICLE I
NAME AND OFFICES

The name of this Corporation is and shall be 1 San Diego (hereinafter referred to as “the Corporation”).

The principal office of the Corporation is located in San Diego County, California.

The Corporation may also have offices at such other places, within or without the State of California, where it is qualified to do business, as its business may require, and as the Board of Directors (hereinafter referred to as “the Board”) may, from time to time, designate.

ARTICLE II
PURPOSES

The primary objectives and purposes of this Corporation shall be to educate the public on public policy issues relating to the City of San Diego by conducting community events and disseminating information, and to relieve the City of San Diego of the costs and burden of conducting activities on behalf of the office of the Mayor.

ARTICLE III
DIRECTORS

Section 1. Number.

The Board shall consist of at least three (3) but no more than eleven (11) Directors, with the exact authorized number of Directors determined by the Board from time to time. Each Director shall be entitled to one vote.
Section 2. **Powers.**

Subject to the provisions of the California Nonprofit Public Benefit Corporation Law and any limitations in the Articles of Incorporation and Bylaws, the activities and affairs of this Corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board.

Section 3. **Terms of Office.**

Each Director shall hold office for a two-year (2-year) term, and until his or her successor is elected at an annual regular meeting as specified in these Bylaws. Directors may serve up to three (3) terms consecutively. The Board may accept a resignation prior to filling that vacancy with a successor.

Section 4. **Compensation.**

Directors shall serve without compensation other than reasonable reimbursement of expenses incurred in the performance of their regular duties. Directors may not be compensated for rendering services to the Corporation in any capacity other than Director unless such other compensation is reasonable and is allowable under the conflict of interest provisions of these Bylaws.

Section 5. **Restriction Regarding Interested Directors.**

Notwithstanding any other provision of these Bylaws, not more than forty-nine percent (49%) of the persons serving on the Board may be interested persons. For purposes of this Section, "interested persons" means either: (a) any person currently being compensated by the Corporation for services rendered it within the previous twelve (12) months, whether as a full- or part-time Officer or other employee, independent contractor, or otherwise; or (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

Section 6. **Place of Meetings.**

Meetings shall be held at any place designated by the Board or the President. Meetings may also be held by conference telephone, electronic video screen communication, or other similar communications equipment. Participation in a meeting using such means shall constitute presence in person at a meeting so long as all Directors participating in the meeting are able to hear one another and communicate with one
another concurrently.

Section 7. **Regular Meetings.**

Regular meetings of the Board shall be held at least once a year without other notice than these Bylaws, at any time designated by the Board or the President.

Section 8. **Special Meetings.**

Special meetings of the Board may be called by or at the request of the President, or a majority of the Directors, and shall be held at a time designated by the Board or the President.

Section 9. **Notice of Special Meetings.**

Notice of any special meeting of the Board shall be given at least two (2) days prior thereto either personally, by telephone, or by electronic mail, or at least four (4) days prior thereto by first-class mail, subject to waiver of notice as provided in these Bylaws. All such notices shall be given or sent to the Director’s address, telephone number, or e-mail address as shown on the records of the Corporation. The attendance of a Director at any special meeting shall constitute waiver of notice of such meeting.

Section 10. **Quorum.**

A majority of the Directors holding office at any point in time shall constitute a quorum. The Directors may continue to transact business during a meeting at which a quorum is initially present, notwithstanding the withdrawal of Directors, if any action is approved by at least a majority of the required quorum for that meeting.

Section 11. **Manner of Acting.**

Action by the Board shall be by a majority of the Directors present at a meeting duly held at which a quorum is present unless a greater number is required by the Articles of Incorporation, Bylaws, or California Nonprofit Public Benefit Corporation Law.

Section 12. **Action Without a Meeting.**

Any action required or permitted to be taken by the Board may be taken without a meeting if all of the Directors shall individually or collectively consent in writing (including e-mail) to such action. Such action by written consent shall have the same
force and effect as a unanimous vote of the Board. Such consents shall be filed with the minutes of Board meetings.

Section 13. **Vacancies.**

Any vacancy occurring in the Board shall be filled by a majority of the remaining Directors, even if less than a quorum. A Director elected to fill a vacancy shall hold office during the unexpired term of his or her predecessor in office and until his or her successor is elected.

Section 14. **Nonliability of Directors.**

The Directors shall not be personally liable for the debts, liabilities, or other obligations of the Corporation.

Section 15. **Removal and Resignation.**

Any Director may be removed by the Board with or without cause, whenever in its judgment the best interests of the Corporation would be served thereby. Non-attendance at three (3) consecutive Board meetings shall constitute grounds for removal. Any Director may resign at any time by giving written notice to the Corporation. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the Corporation under any contract to which the Director is a party.

**ARTICLE IV**

**OFFICERS**

Section 1. **Officers.**

The Officers of the Corporation shall be a President, a Secretary, a Chief Financial Officer (hereinafter referred to as the “CFO”), and such other Officers as may be elected to offices created by the Board. Officers shall have powers and duties as specified herein and as may be additionally prescribed by the Board. One person may hold two or more offices, except those of President and Secretary, or President and CFO, but no Officer shall execute, acknowledge, or verify any instrument in more than one capacity, if such instrument is required to be executed, acknowledged, or verified by two or more Officers. All Officers shall be Directors.
Section 2. **Election and Term of Office.**

Officers shall be elected biennially by the Board at an annual regular meeting. If the election of any Officer does not occur at such meeting, such election shall be held as soon thereafter as conveniently possible. New offices may be created and filled, and vacancies may be filled, at any meeting of the Board. Each Officer shall hold office until he or she resigns, is removed, or until his or her successor shall be elected, whichever occurs first.

Section 3. **Removal and Resignation.**

Any Officer elected by the Board may be removed by the Board with or without cause, whenever in its judgment the best interests of the Corporation would be served thereby. Any Officer may resign at any time by giving written notice to the Corporation. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the Corporation under any contract to which the Officer is a party.

Section 4. **President.**

The President shall, if present, preside at all meetings of the Corporation, and shall have general supervision, direction, and control of the business of the Corporation.

Section 5. **Secretary.**

The secretary shall certify and keep a copy of the Articles of Incorporation and these Bylaws as amended to date, be responsible for the sending of notices, and see to the proper recording of the proceedings of the Corporation’s meetings. The Secretary shall automatically become CFO if there is a vacancy, if the CFO is unable to perform his or her duties, or if the Corporation has not elected a new CFO.

Section 6. **Chief Financial Officer.**

The CFO shall be responsible for the Corporation’s funds and financial records. The CFO shall collect and report, or supervise collection and reporting, of all income and expenditures, shall establish proper accounting procedures for the handling of the Corporation’s funds, and shall be responsible for the keeping of the funds in such banks as approved by the Board. The CFO shall report on the financial condition of the
Corporation at meetings of the Board and at other times when called upon by the President.

At the end of each fiscal year, the CFO shall prepare, or cause to be prepared, an annual report which shall, if required by the Board, be reviewed by an independent certified public accountant. If required by law, the CFO shall cause to be prepared a financial audit. At the expiration of the CFO's term of office, or upon removal, the CFO shall immediately deliver over to the person designated by the President all books, money, and other property of the Corporation in his or her charge.

ARTICLE V
MEMBERS

The Corporation shall have no members, as that term is defined in the Nonprofit Public Benefit Corporation Law.

ARTICLE VI
WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the California Nonprofit Corporation Law or under the provisions of the Articles of Incorporation or by the Bylaws, a written waiver thereof signed by the person or persons entitled to such notice, whether before or after the time stated therein, which is made a part of the minutes, shall be deemed equivalent to the giving of such notice.

ARTICLE VII
RECORDS AND REPORTS

Section 1. Maintenance of Records.

The Corporation shall maintain correct and complete books and records of its accounts, written minutes of the proceedings of its meetings, a copy of the Articles of Incorporation and these Bylaws as amended to date, and a record giving the names and contact information of all Directors, Officers, and agents.

Section 2. Directors' Inspection Rights.

Every Director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the Corporation. Any inspection under the provisions of this Article may be
Section 3. **Annual Report.**

The CFO shall cause an annual report to be furnished not later than one hundred and twenty (120) days after the close of the Corporation’s fiscal year to all Directors of the Corporation, which report shall contain the following information in appropriate detail: (a) the assets and liabilities of the Corporation as of the end of the fiscal year; (b) the principal changes in assets and liabilities during the fiscal year; (c) the revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for the fiscal year; and (d) the expenses or disbursements of the Corporation, for both general and restricted purposes, during the fiscal year.

The annual report shall be accompanied by any report thereon produced by independent certified public accountants, or, if there is no such report, the certificate of an authorized Officer of the Corporation that such statements were prepared without audit from the books and records of the Corporation.

**ARTICLE VIII**

**FISCAL YEAR**

The fiscal year of the Corporation shall begin on January 1 and end on December 31 in each year.

**ARTICLE IX**

**CONFLICT OF INTEREST AND COMPENSATION APPROVAL POLICIES**

Section 1. **Purpose.**

The purpose of this conflict of interest policy is to protect the Corporation’s interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a Director or Officer of the Corporation or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interests applicable to nonprofit organizations.

Section 2. **Definitions.**

For the purposes of this Article, “interested person” means any Director or Officer
who has a direct or indirect “financial interest.”

A person has a “financial interest” if the person has, directly or indirectly, through business, investment, or family: (a) an ownership or investment interest in any entity with which the Corporation has a transaction or arrangement; (b) a compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or (c) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

“Compensation” includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

Section 3. Procedures.

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board. If the Board has reasonable cause to believe a Director or Officer has failed to disclose actual or possible conflicts of interest, it shall inform the Director or Officer of the basis for such belief and afford him or her an opportunity to explain the alleged failure to disclose. If, after hearing the Director’s or Officer’s response and after making further investigation as warranted by the circumstances, the Board determines he or she has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

After disclosure of the financial interest and all material facts, and related discussion between the interested person and the Board, the interested person shall leave the Board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Directors shall decide if a conflict of interest exists. A financial interest is not necessarily a conflict of interest. A Director or Officer who has a financial interest may have a conflict of interest only if the Board decides that a conflict of interest exists.

The Board shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

The Board shall make best efforts to obtain and rely upon appropriate data as to comparability prior to approving the terms of compensation, such as compensation levels paid by similarly situated organizations for functionally comparable positions, the
availability of similar services in the geographic area of the Corporation, current compensation surveys compiled by independent firms, and actual written offers from similar institutions competing for the service of the person who is the subject of the compensation arrangement.

The Board shall make best efforts to approve the terms of compensation to an interested person prior to the first payment of compensation.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine by a majority vote of the disinterested Directors whether the transaction or arrangement is in the Corporation’s best interest, for its own benefit, and whether it is fair and reasonable.

Section 4. Records.

The minutes of meetings of the Board shall contain: (a) the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board’s decision as to whether a conflict of interest in fact existed; (b) the terms of a compensation arrangement and the basis for approving them; and (c) the names of the Directors who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5. Periodic Reviews.

The Corporation shall conduct periodic reviews of compensation arrangements with interested persons, including: (a) whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm’s-length bargaining; and (b) whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation’s written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.
ARTICLE X
INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND OTHER CORPORATE AGENTS

Section 1. Indemnification.

The Corporation may, to the extent allowed by applicable state and federal laws, indemnify and hold harmless its Directors, Officers, agents, and employees from and against any and all claims, actions, proceedings, whether threatened, pending or completed, brought by reason of their respective position with or relationships to the Corporation, including, without limitation, all reasonable attorneys’ fees, costs, and other expenses incurred in establishing a right to indemnification under this Article.

Section 2. Definitions.

For the purposes of this Article, “agent” means any person who is or was a Director, Officer, employee, or other agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another trust or enterprise; “proceeding” means any threatened, pending, or completed action or proceeding, whether civil, criminal, administrative, or investigative; and “expenses” includes, without limitation, attorneys’ fees and any expenses incurred in establishing a right to indemnification.

Section 3. Insurance.

The Corporation may purchase and maintain insurance on behalf of Directors, Officers, employees, and agents of the Corporation against any liability arising out of actions taken on behalf of the Corporation, whether or not the Corporation would have the power to indemnify the agent against such liability under the provisions of this Article.

ARTICLE XI
PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

No Director, Officer, employee, or other person connected with this Corporation, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for the Corporation in effecting any of its educational or charitable purposes, provided that such compensation is otherwise permitted by these Bylaws and applicable
state and federal laws.

ARTICLE XII
DISSOLUTION

The property of this Corporation is irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of the organization shall ever inure to the benefit of any Director, Officer, employee, or agent, or to the benefit of any private person.

Upon the dissolution or winding up of the Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational and charitable purposes, and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE XIII
AMENDMENT OF BYLAWS

The Board may amend or repeal any or all provisions of these Bylaws, at any time; provided, however, that no amendment changing the authorized number of Directors of the Corporation may be adopted until duly approved by three Directors of the Corporation, and any amendment which would render these Bylaws inconsistent with the California Nonprofit Public Benefit Corporation Law, or any other applicable law, shall not be valid. A copy of proposed amendments to the Bylaws shall be included in the notice of meeting given to each Director.

ARTICLE XIV
AMENDMENT OF ARTICLES

The Board may amend any provision of the Articles of Incorporation at any time; provided, however, that this Corporation shall not amend its Articles of Incorporation to alter any statement which appears in the original Articles of Incorporation of the name and address of its initial agent, except to correct an error in such statement or to delete such statement after the Corporation has filed a “Statement by a Domestic Nonprofit Corporation” pursuant to Section 6210 of the California Nonprofit Corporation Law.
CERTIFICATE

I, ______________________, hereby certify:

That I am the duly elected and acting Secretary of 1 San Diego, a California Nonprofit Public Benefit Corporation; and

That the foregoing Bylaws, consisting of 12 pages, including this one, constitute the Bylaws of said Corporation, as adopted by the Board of Directors at a meeting held on ________________.

IN WITNESS WHEREOF, I have hereunto set my hand.

_________________________
Secretary
Application for Recognition of Exemption

Under Section 501(c)(3) of the Internal Revenue Code

(Use with the June 2006 revision of the instructions for Form 1023 and the current Notice 1382)

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

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

<table>
<thead>
<tr>
<th>Part</th>
<th>Identification of Applicant</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Full name of organization (exactly as it appears in your organizing document)</td>
</tr>
<tr>
<td>3</td>
<td>Mailing address (Number and street) (see instructions)</td>
</tr>
<tr>
<td>5</td>
<td>City or town, state or country, and ZIP + 4</td>
</tr>
<tr>
<td>7</td>
<td>Are you represented by an authorized representative, such as an attorney or accountant? If “Yes,” provide the authorized representative’s name, and the name and address of the authorized representative’s firm. Include a completed Form 2848, Power of Attorney and Declaration of Representative, with your application if you would like us to communicate with your representative.</td>
</tr>
<tr>
<td>8</td>
<td>Was a person who is not one of your officers, directors, trustees, employees, or an authorized representative listed in line 7, paid, or promised payment, to help plan, manage, or advise you about the structure or activities of your organization, or about your financial or tax matters? If “Yes,” provide the person’s name, the name and address of the person’s firm, the amounts paid or promised to be paid, and describe that person’s role.</td>
</tr>
<tr>
<td>9a</td>
<td>Organization’s website:</td>
</tr>
<tr>
<td>b</td>
<td>Organization’s email: (optional)</td>
</tr>
<tr>
<td>10</td>
<td>Certain organizations are not required to file an information return (Form 990 or Form 990-EZ). If you are granted tax-exemption, are you claiming to be excused from filing Form 990 or Form 990-EZ? If “Yes,” explain. See the instructions for a description of organizations not required to file Form 990 or Form 990-EZ.</td>
</tr>
<tr>
<td>11</td>
<td>Date incorporated if a corporation, or formed, if other than a corporation. (MM/DD/YYYY)</td>
</tr>
<tr>
<td>12</td>
<td>Were you formed under the laws of a foreign country?</td>
</tr>
</tbody>
</table>

For Paperwork Reduction Act Notice, see page 24 of the instructions.
Part II Organizational Structure

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

1 Are you a corporation? If “Yes,” attach a copy of your articles of incorporation showing certification ☑ Yes ☐ No of filing with the appropriate state agency. Include copies of any amendments to your articles and be sure they also show state filing certification.

2 Are you a limited liability company (LLC)? If “Yes,” attach a copy of your articles of organization showing certification of filing with the appropriate state agency. Also, if you adopted an operating agreement, attach a copy. Include copies of any amendments to your articles and be sure they show state filing certification. Refer to the instructions for circumstances when an LLC should not file its own exemption application.

3 Are you an unincorporated association? If “Yes,” attach a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments.

4a Are you a trust? If “Yes,” attach a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments.

b Have you been funded? If “No,” explain how you are formed without anything of value placed in trust.

5 Have you adopted bylaws? If “Yes,” attach a current copy showing date of adoption. If “No,” explain how your officers, directors, or trustees are selected.

Part III Required Provisions in Your Organizing Document

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

1 Section 501(c)(3) requires that your organizing document state your exempt purpose(s), such as charitable, religious, educational, and/or scientific purposes. Check the box to confirm that your organizing document meets this requirement. Describe specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document. Refer to the instructions for exempt purpose language. Location of Purpose Clause (Page, Article, and Paragraph): Art. of Incorp. Page 2, Art. V, Para. (a)

2a Section 501(c)(3) requires that upon dissolution of your organization, your remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Check the box on line 2a to confirm that your organizing document meets this requirement by express provision for the distribution of assets upon dissolution. If you rely on state law for your dissolution provision, do not check the box on line 2a and go to line 2c.

2b If you checked the box on line 2a, specify the location of your dissolution clause (Page, Article, and Paragraph).

2c See the instructions for information about the operation of state law in your particular state. Check this box if you rely on operation of state law for your dissolution provision and indicate the state: N/A

Part IV Narrative Description of Your Activities

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

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

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

<table>
<thead>
<tr>
<th>Name</th>
<th>Title</th>
<th>Mailing address</th>
<th>Compensation amount (annual actual or estimated)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ruben Barrales</td>
<td>Director</td>
<td>2364 Via Aprilia, Del Mar, CA 92014</td>
<td>none</td>
</tr>
<tr>
<td>Delores Chavez Harmes</td>
<td>Director</td>
<td>P.O. Box 1243, Valley Center, CA 92082</td>
<td>none</td>
</tr>
<tr>
<td>Ildiko Lutar</td>
<td>Director</td>
<td>110 West C Street, Suite 714, San Diego, CA 92101</td>
<td>none</td>
</tr>
<tr>
<td>Margarita Wilder</td>
<td>Director</td>
<td>402 West Broadway, Suite 1000, San Diego, CA 92101</td>
<td>none</td>
</tr>
<tr>
<td>Anthony Young</td>
<td>Director</td>
<td>5625 Bonita Drive, San Diego, CA 92114</td>
<td>none</td>
</tr>
</tbody>
</table>
### Part V: Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)

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

<table>
<thead>
<tr>
<th>Name</th>
<th>Title</th>
<th>Mailing address</th>
<th>Compensation amount (annual actual or estimated)</th>
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</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Name</th>
<th>Title</th>
<th>Mailing address</th>
<th>Compensation amount (annual actual or estimated)</th>
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<tbody>
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</tr>
</tbody>
</table>

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

#### 2a Are any of your officers, directors, or trustees related to each other through family or business relationships? If “Yes,” identify the individuals and explain the relationship.

- Yes [ ]
- No [ ]

#### b Do you have a business relationship with any of your officers, directors, or trustees other than through their position as an officer, director, or trustee? If “Yes,” identify the individuals and describe the business relationship with each of your officers, directors, or trustees.

- Yes [ ]
- No [ ]

#### c Are any of your officers, directors, or trustees related to your highest compensated employees or highest compensated independent contractors listed on lines 1b or 1c through family or business relationships? If “Yes,” identify the individuals and explain the relationship.

- Yes [ ]
- No [ ]

#### 3a For each of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c, attach a list showing their name, qualifications, average hours worked, and duties.

- Yes [ ]
- No [ ]

#### b Do any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c receive compensation from any other organizations, whether tax exempt or taxable, that are related to you through common control? If “Yes,” identify the individuals, explain the relationship between you and the other organization, and describe the compensation arrangement.

- Yes [ ]
- No [ ]

#### 4 In establishing the compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, and 1c, the following practices are recommended, although they are not required to obtain exemption. Answer “Yes” to all the practices you use.

#### a Do you or will the individuals that approve compensation arrangements follow a conflict of interest policy?

- Yes [ ]
- No [ ]

#### b Do you or will you approve compensation arrangements in advance of paying compensation?

- Yes [ ]
- No [ ]

#### c Do you or will you document in writing the date and terms of approved compensation arrangements?

- Yes [ ]
- No [ ]
Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)

6a Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, or 1c through non-fixed payments, such as discretionary bonuses or revenue-based payments? If “Yes,” describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.

b Do you or will you compensate any of your employees, other than your officers, directors, trustees, or your five highest compensated employees who receive or will receive compensation of more than $50,000 per year, through non-fixed payments, such as discretionary bonuses or revenue-based payments? If “Yes,” describe all non-fixed compensation arrangements, including how the amounts are or will be determined, who is or will be eligible for such arrangements, whether you place or will place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation.

d Do you or will you record in writing the decision made by each individual who decided or voted on compensation arrangements?

Note: A conflict of interest policy is recommended though it is not required to obtain exemption. Hospitals, see Schedule C, Section I, line 14.

5a Have you adopted a conflict of interest policy consistent with the sample conflict of interest policy in Appendix A to the instructions? If “Yes,” provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If “No,” answer lines 5b and 5c.

b What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you for setting their own compensation?

c What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you regarding business deals with themselves?

7a Do you or will you purchase any goods, services, or assets from any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If “Yes,” describe any such sales that you made or intend to make, to whom you make or will make such sales, how the terms are or will be negotiated at arm’s length, and explain how you determine or will determine that you pay no more than fair market value. Attach copies of any written contracts or other agreements relating to such purchases.

b Do you or will you sell any goods, services, or assets to any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If “Yes,” describe any such sales that you made or intend to make, to whom you make or will make such sales, how the terms are or will be negotiated at arm’s length, and explain how you determine or will determine that you are or will be paid at least fair market value. Attach copies of any written contracts or other agreements relating to such sales.

8a Do you or will you have any leases, contracts, loans, or other agreements with your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If “Yes,” provide the information requested in lines 8b through 8f.

b Describe any written or oral arrangements that you made or intend to make.

c Identify with whom you have or will have such arrangements.

d Explain how the terms are or will be negotiated at arm’s length.

e Explain how you determine you pay no more than fair market value or you are paid at least fair market value.

f Attach copies of any signed leases, contracts, loans, or other agreements relating to such arrangements.

9a Do you or will you have any leases, contracts, loans, or other agreements with any organization in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest? If “Yes,” provide the information requested in lines 9b through 9f.
Part V  Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, 
Employees, and Independent Contractors (Continued)

b Describe any written or oral arrangements you made or intend to make.

c Identify with whom you have or will have such arrangements.

d Explain how the terms are or will be negotiated at arm's length.

e Explain how you determine or will determine you pay no more than fair market value or that you are 
paid at least fair market value.

f Attach a copy of any signed leases, contracts, loans, or other agreements relating to such arrangements.

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

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

1a In carrying out your exempt purposes, do you provide goods, services, or funds to individuals? If 
“Yes,” describe each program that provides goods, services, or funds to individuals.

1b In carrying out your exempt purposes, do you provide goods, services, or funds to organizations? If 
“Yes,” describe each program that provides goods, services, or funds to organizations.

2 Do any of your programs limit the provision of goods, services, or funds to a specific individual or 
group of specific individuals? For example, answer “Yes,” if goods, services, or funds are provided 
only for a particular individual, your members, individuals who work for a particular employer, or 
grads of a particular school. If “Yes,” explain the limitation and how recipients are selected for 
each program.

Part VII  Your History

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

1 Are you a successor to another organization? Answer “Yes,” if you have taken or will take over the 
activities of another organization; you took over 25% or more of the fair market value of the net 
assets of another organization; or you were established upon the conversion of an organization from 
for-profit to non-profit status. If “Yes,” complete Schedule G.

2 Are you submitting this application more than 27 months after the end of the month in which you 
were legally formed? If “Yes,” complete Schedule E.

Part VIII  Your Specific Activities

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

1 Do you support or oppose candidates in political campaigns in any way? If “Yes,” explain.

2a Do you attempt to influence legislation? If “Yes,” explain how you attempt to influence legislation 
and complete line 2b. If “No,” go to line 3a.

2b Have you made or are you making an election to have your legislative activities measured by 
expenditures by filing Form 5768? If “Yes,” attach a copy of the Form 5768 that was already filed or 
attach a completed Form 5768 that you are filing with this application. If “No,” describe whether your 
 attempts to influence legislation are a substantial part of your activities. Include the time and money 
spent on your attempts to influence legislation as compared to your total activities.

3a Do you or will you operate bingo or gaming activities? If “Yes,” describe who conducts them, and 
list all revenue received or expected to be received and expenses paid or expected to be paid in 
operating these activities. Revenue and expenses should be provided for the time periods specified 
in Part IX, Financial Data.

3b Do you or will you enter into contracts or other agreements with individuals or organizations to 
conduct bingo or gaming for you? If “Yes,” describe any written or oral arrangements that you made 
or intend to make, identify with whom you have or will have such arrangements, explain how the 
terms are or will be negotiated at arm’s length, and explain how you determine or will determine you 
pay no more than fair market value or you will be paid at least fair market value. Attach copies or 
any written contracts or other agreements relating to such arrangements.

3c List the states and local jurisdictions, including Indian Reservations, in which you conduct or will 
conduct gaming or bingo.
Part VIII: Your Specific Activities (Continued)

4a. Do you or will you undertake fundraising? If "Yes," check all the fundraising programs you do or will conduct. (See instructions.)

- ☑ mail solicitations
- ☑ email solicitations
- ☑ personal solicitations
- ☑ vehicle, boat, plane, or similar donations
- ☑ foundation grant solicitations

☐ phone solicitations
☐ accept donations on your website
☐ receive donations from another organization's website
☐ government grant solicitations
☐ Other

Attach a description of each fundraising program.

b. Do you or will you have written or oral contracts with any individuals or organizations to raise funds for you? If "Yes," describe these activities. Include all revenue and expenses from these activities and state who conducts them. Revenue and expenses should be provided for the time periods specified in Part IX, Financial Data. Also, attach a copy of any contracts or agreements.

☐ Yes ☐ No

c. Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements. Include a description of the organizations for which you raise funds and attach copies of all contracts or agreements.

☐ Yes ☐ No

d. List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you.

☐ Yes ☐ No

e. Do you or will you maintain separate accounts for any contributor under which the contributor has the right to advise on the use or distribution of funds? Answer "Yes" if the donor may provide advice on the types of investments, distributions from the types of investments, or the distribution from the donor's contribution account. If "Yes," describe this program, including the type of advice that may be provided and submit copies of any written materials provided to donors.

☐ Yes ☐ No

5. Are you affiliated with a governmental unit? If "Yes," explain.

☐ Yes ☐ No

6a. Do you or will you engage in economic development? If "Yes," describe your program.

☐ Yes ☐ No

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

7a. Do or will persons other than your employees or volunteers develop your facilities? If "Yes," describe each facility, the role of the developer, and any business or family relationship(s) between the developer and your officers, directors, or trustees.

☐ Yes ☐ No

b. Do or will persons other than your employees or volunteers manage your activities or facilities? If "Yes," describe each activity and facility, the role of the manager, and any business or family relationship(s) between the manager and your officers, directors, or trustees.

☐ Yes ☐ No

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

8. Do you or will you enter into joint ventures, including partnerships or limited liability companies treated as partnerships, in which you share profits and losses with partners other than section 501(c)(3) organizations? If "Yes," describe the activities of these joint ventures in which you participate.

☐ Yes ☐ No

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

☐ Yes ☐ No

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

☐ Yes ☐ No

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

☐ Yes ☐ No

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

☐ Yes ☐ No

10. Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other intellectual property? If "Yes," explain. Describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed.

☐ Yes ☐ No
### Part VIII Your Specific Activities (Continued)

11. Do you or will you accept contributions of: real property; conservation easements; closely held securities; intellectual property such as patents, trademarks, and copyrights; works of music or art; licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? If “Yes,” describe each type of contribution, any conditions imposed by the donor on the contribution, and any agreements with the donor regarding the contribution.

- **Yes**
- **No**

12a. Do you or will you operate in a foreign country or countries? If “Yes,” answer lines 12b through 12d. If “No,” go to line 13a.

- **Yes**
- **No**

| Name the foreign countries and regions within the countries in which you operate. |
| Describe your operations in each country and region in which you operate. |
| Describe how your operations in each country and region further your exempt purposes. |

13a. Do you or will you make grants, loans, or other distributions to organization(s)? If “Yes,” answer lines 13b through 13g. If “No,” go to line 14a.

- **Yes**
- **No**

| Describe how your grants, loans, or other distributions to organizations further your exempt purposes. |
| Do you have written contracts with each of these organizations? If “Yes,” attach a copy of each contract. |
| Identify each recipient organization and any relationship between you and the recipient organization. |
| Describe the records you keep with respect to the grants, loans, or other distributions you make. |
| Do you require an application form? If “Yes,” attach a copy of the form. |
| Do you require a grant proposal? If “Yes,” describe whether the grant proposal specifies your responsibilities and those of the grantee, obligates the grantee to use the grant funds only for the purposes for which the grant was made, provides for periodic written reports concerning the use of grant funds, requires a final written report and an accounting of how grant funds were used, and acknowledges your authority to withhold and/or recover grant funds in case such funds are, or appear to be, misused. |
| Describe your procedures for oversight of distributions that assure you the resources are used to further your exempt purposes, including whether you require periodic and final reports on the use of resources. |

14a. Do you or will you make grants, loans, or other distributions to foreign organizations? If “Yes,” answer lines 14b through 14f. If “No,” go to line 15.

- **Yes**
- **No**

<p>| Provide the name of each foreign organization, the country and regions within a country in which each foreign organization operates, and describe any relationship you have with each foreign organization. |
| Does any foreign organization listed in line 14b accept contributions earmarked for a specific country or specific organization? If “Yes,” list all earmarked organizations or countries. |
| Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If “Yes,” describe how you relay this information to contributors. |
| Do you or will you make pre-grant inquiries about the recipient organization? If “Yes,” describe these inquiries, including whether you inquire about the recipient’s financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information. |
| Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If “Yes,” describe these procedures, including site visits by your employees or compliance checks by impartial experts, to verify that grant funds are being used appropriately. |</p>
<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>15. Do you have a close connection with any organizations? If “Yes,” explain.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>16. Are you applying for exemption as a cooperative hospital service organization under section 501(e)? If “Yes,” explain.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>17. Are you applying for exemption as a cooperative service organization of operating educational organizations under section 501(f)? If “Yes,” explain.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>18. Are you applying for exemption as a charitable risk pool under section 501(n)? If “Yes,” explain.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>19. Do you or will you operate a school? If “Yes,” complete Schedule B. Answer “Yes,” whether you operate a school as your main function or as a secondary activity.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>20. Is your main function to provide hospital or medical care? If “Yes,” complete Schedule C.</td>
<td></td>
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</tr>
<tr>
<td>21. Do you or will you provide low-income housing or housing for the elderly or handicapped? If “Yes,” complete Schedule F.</td>
<td></td>
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</tr>
<tr>
<td>22. Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? If “Yes,” complete Schedule H.</td>
<td></td>
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</tr>
</tbody>
</table>

**Note:** Private foundations may use Schedule H to request advance approval of individual grant procedures.
## Part IX  Financial Data

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

### A. Statement of Revenues and Expenses

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

**B. Balance Sheet (for your most recently completed tax year)**

<table>
<thead>
<tr>
<th>Assets</th>
<th>Year End:</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Cash</strong></td>
<td>(Whole dollars)</td>
</tr>
<tr>
<td><strong>Accounts receivable, net</strong></td>
<td>1</td>
</tr>
<tr>
<td><strong>Inventories</strong></td>
<td>2</td>
</tr>
<tr>
<td><strong>Bonds and notes receivable (attach an itemized list)</strong></td>
<td>3</td>
</tr>
<tr>
<td><strong>Corporate stocks (attach an itemized list)</strong></td>
<td>4</td>
</tr>
<tr>
<td><strong>Loans receivable (attach an itemized list)</strong></td>
<td>5</td>
</tr>
<tr>
<td><strong>Other investments (attach an itemized list)</strong></td>
<td>6</td>
</tr>
<tr>
<td><strong>Depreciable and depletable assets (attach an itemized list)</strong></td>
<td>7</td>
</tr>
<tr>
<td><strong>Land</strong></td>
<td>8</td>
</tr>
<tr>
<td><strong>Other assets (attach an itemized list)</strong></td>
<td>9</td>
</tr>
<tr>
<td><strong>Total Assets (add lines 1 through 10)</strong></td>
<td>10</td>
</tr>
</tbody>
</table>

| Liabilities                                                           |           |
| **Accounts payable**                                                 | 12        |
| **Contributions, gifts, grants, etc. payable**                       | 13        |
| **Mortgages and notes payable (attach an itemized list)**            | 14        |
| **Other liabilities (attach an itemized list)**                      | 15        |
| **Total Liabilities (add lines 12 through 15)**                      | 16        |

| Fund Balances or Net Assets                                          |           |
| **Total fund balances or net assets**                                | 17        |
| **Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)** | 18        |

19 Have there been any substantial changes in your assets or liabilities since the end of the period shown above? If “Yes,” explain. □ Yes □ No

**Part X  Public Charity Status**

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

1a Are you a private foundation? If “Yes,” go to line 1b. If “No,” go to line 5 and proceed as instructed. □ Yes □ No

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

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

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

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

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

- 509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach Schedule A.
- 509(a)(1) and 170(b)(1)(A)(ii)—a school. Complete and attach Schedule B.
- 509(a)(1) and 170(b)(1)(A)(iii)—a hospital, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete and attach Schedule C.
- 509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, f, g, or h or a publicly supported section 501(c)(4), (5), or (6) organization. Complete and attach Schedule D.
Part X  Public Charity Status (Continued)

  e  509(a)(4)—an organization organized and operated exclusively for testing for public safety.
  □

  f  509(a)(1) and 170(b)(1)(A)(vi)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit.
  □

  g  509(a)(1) and 170(b)(1)(A)(v)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
  □

  h  509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
  □

  i  A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status.
  □

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

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

   b Request for Definitive Ruling: Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii).

      (i) (a) Enter 2% of line 8, column (e) on Part IX-A. Statement of Revenues and Expenses. □
          (b) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box.

      (ii) (a) For each year amounts are included on lines 1, 2, and 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each disqualified person. If the answer is "None," check this box.

          (b) For each year amounts are included on line 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each disqualified person, whose payments were more than the larger of (1) 1% of line 10, Part IX-A. Statement of Revenues and Expenses, or (2) $5,000. If the answer is "None," check this box.

7 Did you receive any unusual grants during any of the years shown on Part IX-A. Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual.

   ☒ Yes  ☐ No
Part XI User Fee Information

You must include a user fee payment with this application. It will not be processed without your paid user fee. If your average annual gross receipts have exceeded or will exceed $10,000 annually over a 4-year period, you must submit payment of $850. If your gross receipts have not exceeded or will not exceed $10,000 annually over a 4-year period, the required user fee payment is $400. See instructions for Part XI, for a definition of gross receipts over a 4-year period. Your check or money order must be made payable to the United States Treasury. User fees are subject to change. Check our website at www.irs.gov and type “User Fee” in the keyword box, or call Customer Account Services at 1-877-829-5500 for current information.

1 Have your annual gross receipts averaged or are they expected to average not more than $10,000?
   □ Yes  ☑ No

   If “Yes,” check the box on line 2 and enclose a user fee payment of $400 (Subject to change—see above).

   If “No,” check the box on line 3 and enclose a user fee payment of $850 (Subject to change—see above).

2 Check the box if you have enclosed the reduced user fee payment of $400 (Subject to change).

3 Check the box if you have enclosed the user fee payment of $850 (Subject to change).

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

Please Sign Here

James Sutton, Esq.  7/25/2014

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

Authorized Representative

(Date)

(Type or print name of signer)

(Type or print title or authority of signer)

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

*Describe the organization's past, present, and planned activities in a narrative statement.*

The specific purposes for which this corporation is organized are to educate the public on public policy issues relating to the City of San Diego by conducting community events and disseminating informational materials, and to relieve the City of San Diego of the costs and burden of conducting activities on behalf of the office of the Mayor.

In furtherance of those purposes, the corporation plans to engage in various educational and civic activities, including activities designed to increase citizen participation in governmental and electoral processes. Planned education-related activities include: holding town hall meetings and conferences concerning public policy issues; distributing newsletters about laws and government programs; facilitating internships for high school students with a demonstrated interest in public service and civic issues; distributing non-partisan voter information guides; preparing research papers regarding public policy issues; and making grants to other nonprofit organizations for this purpose.

Planned activities associated with the office of the Mayor’s activities include: paying for civic celebrations and commemorations; hosting receptions for visiting dignitaries; creating satellite City Hall offices; purchasing furniture and fixtures for City offices; underwriting events for community organizations and charities; promoting travel and tourism to San Diego; procuring polling on public policy issues; retaining search firms to assist with City Hall staffing; and paying for educational courses for City officials and employees to develop skills required for their respective official roles.

The corporation plans to solicit donations from a broad coalition of individuals and organizations in advancement of its purposes. Fundraising efforts will include direct solicitations, personal contacts, and mailings.

The corporation does not plan to engage in the sale of merchandise or services; it has no plans to furnish credit reports, make collections, or inspect products; and it is not anticipated that any patents, copyrights, processes, or formulas will result from the corporation’s activities. It will not support or oppose candidates for public office, and will not attempt to influence legislation to any substantial degree.
PART V

Line 1(a)

List the names, titles, and mailing addresses of all of your officers and directors. For each person listed, state their total annual compensation.

Pursuant to the corporation’s bylaws, members of the board of directors (hereinafter “the board”) and officers will not be paid a salary, but may be allowed reasonable reimbursement for expenses incurred in the performance of their board duties.

The corporation has not identified any officers to date.

Line 1(b)

List the names, titles, and mailing addresses of each of your five highest compensated employees who receive or will receive compensation of more than $50,000 per year.

The corporation is newly formed and has not yet hired employees nor determined the amount of compensation to pay employees it may hire. However, all compensation will be reasonable and will be paid to employees in return for furthering the exempt purposes of this nonprofit corporation.

Line 1(c)

List the names, titles, and mailing addresses of each of your five highest independent contractors who receive or will receive compensation of more than $50,000 per year.

The corporation has no current plans to contract for services with outside persons or companies for $50,000 or more per year. The corporation envisions, however, eventually retaining a fundraiser, communications consultant, and event coordinator. If and when the corporation contracts for services with such independent contractors, any such contracts will provide for payment in commercially reasonable amounts in return for services related to the exempt functions of this nonprofit.
List of directors and their qualifications.

RUBEN BARRALES

Mr. Barrales is the President and CEO of GROW Elect, an organization that recruits, trains, and funds Latino candidates for public office. Previously, he was the President and CEO of the San Diego Regional Chamber of Commerce – the largest regional Chamber of Commerce in California.

Mr. Barrales is the former Deputy Assistant to President George W. Bush, and was also the Director of the Office of Intergovernmental Affairs for the Bush administration.

Mr. Barrales served one and a half terms as a member of the San Mateo County Board of Supervisors. He also ran for the post of California State Controller. Additionally, Mr. Barrales has served as a member of the Board of Directors for the Public Policy Institute of California, a member of the California Speaker’s Commission on State and Local Government Finance, an advisor for the Stanford Institute for Economic Policy Research, and Vice-Chairman of the California Commission on Local Governance for the 21st Century.

He holds a BA in Political Science and Administrative Studies from the University of California, Riverside.

DELORES CHAVEZ HARMES

Ms. Chavez is the owner of Chavez Financial Offices, a firm that offers accounting, tax, and business management services. She has also founded the Adelante Construction Corporation, a general engineering construction company, developed the Upper Valley Health Clinic in Yakima, Washington, and established Women’s Health Care Exclusively, a medi-center providing care for and by women.

Ms. Chavez has published materials on the importance of the Hispanic vote and on how to make the political process more inclusive of Latinos. She is a member of the Hispanic 100 and Vice-President of the Latino American Political Association of San
Ms. Chavez attended the Central Washington University, majoring in Public Health Administration; the University of Phoenix, where she majored in accounting; and the Golden Gate School of Contracting.

ILDIKO “LANI” LUTAR

Ms. Lutar is a consultant with, and the former President of, Responsible Solutions, LLC, a public affairs firm specializing in coalition building, government relations, and community engagement. She has more than 15 years of experience in public policy analysis and advocacy, business development, and strategic marketing. Ms. Lutar also serves as Special Advisor for the Equinox Center, a non-partisan, nonprofit organization that advances innovative public policy solutions to ensure a healthy environment and strong economy for the San Diego region.

Prior to joining Equinox, Ms. Lutar served for seven years as President & CEO of the San Diego County Taxpayers Association. From 2004 to 2005, she was Executive Director of the Asian Business Association of San Diego.

She earned a Master of Pacific International Affairs degree from the University of California, San Diego and graduated magna cum laude from San Diego State University with a BA in Psychology.

MARGARITA WILDER

Ms. Wilder is the Senior Vice President of Entravision. In that role, she oversees several broadcast channels in San Diego and Tijuana, Mexico, including Univision, Telemundo, and My TV. She serves on the board of Big Brothers Big Sisters, the Red Cross, and the San Diego Regional Chamber of Commerce.

Before moving to San Diego in 2010, she managed Entravision media outlets in Albuquerque, New Mexico. While in Albuquerque, Ms. Wilder served on the FCC Advisory Board and the boards of the New Mexico Broadcasters Association, Albuquerque Economic Development, and Greater Albuquerque Chamber of Commerce.
Ms. Wilder graduated with a degree in Special Education from the University of Texas, El Paso.

ANTHONY YOUNG

Mr. Young is the former CEO of the San Diego-Imperial Counties Chapter of the American Red Cross. Prior to assuming that position, he served two terms as an elected member of the San Diego City Council, representing San Diego’s District 4, from 2005 to 2013. Before being elected to San Diego’s City Council, Mr. Young served as Chief of Staff to San Diego Council member Charles Lewis. He also has experience working as a schoolteacher.

He is a graduate of Howard University.

Line 4(a)

*Will the individuals that approve compensation arrangements follow a conflict of interest policy?*

The corporation’s bylaws include a conflict of interest policy that controls the approval of salaries to directors, officers, and other “disqualified persons,” as defined in the Internal Revenue Code.

Line 4(b)

*Will the organization approve compensation arrangements in advance of paying compensation?*

The corporation’s bylaws require the board to make best efforts to approve the compensation of directors, officers, and any “disqualified person” in advance, after full disclosure of the surrounding facts and approval by disinterested members of the board, and prior to entering into the compensation agreement or arrangement.
Line 4(c)

*Will the organization document in writing the date and terms of approved compensation arrangements?*

The corporation’s bylaws require written minutes of meetings at which compensation paid to any director, officer, or other “disqualified person” is approved, including the date and the terms of the approved compensation arrangements and the basis for the approval of compensation arrangements.

Line 4(d)

*Will the organization record in writing the decision made by each individual who voted on compensation arrangements?*

The corporation’s bylaws require the written recordation of the approval of compensation and other financial arrangements between the corporation and a director, officer, employee, contractor, and any other “disqualified person,” including the names of the persons who vote on the arrangement and their votes.

Line 4(e)

*Will the organization approve compensation arrangements based on outside information?*

The corporation’s bylaws require the board, when deciding upon a compensation arrangement, to make best efforts to consider compensation levels paid by similarly situated entities, both taxable and tax-exempt, for functionally comparable positions; the availability of similar services; current compensation surveys compiled by independent firms; and actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement.
Line 4(f)

Will the organization record in writing both the information on which it based its decision and the source of such information?

The corporation’s bylaws require that the written minutes of the board meeting at which a compensation arrangement was discussed and approved include the terms of compensation and the basis for its approval.

Line 5(a)

Have you adopted a conflict of interest policy consistent with the sample conflict of interest policy contained in the Instructions for Form 1023?

This corporation has adopted bylaws that contain a conflict of interest policy, which is based on the sample conflict of interest policy promulgated by the IRS.
PART VI

Line 1(a)

In carrying out its exempt purposes, does the organization provide goods or services to individuals?

The “provision of goods and services” to individuals, as that phrase is ordinarily understood, is not a focus of this corporation. However, in furthering its educational purposes, the corporation may provide individuals informational materials such as newsletters, research papers, and non-partisan voter information guides. The corporation may also conduct information-oriented town hall meetings and conferences for San Diego residents. In conjunction with events like civic celebrations, the corporation may distribute modest items, such as pins, hats, and t-shirts to individuals. Any such goods and services will be made available without cost to the public. No specific plans for the provision of such goods and services has yet been made.

Line 1(b)

In carrying out its exempt purposes, does the organization provide goods, services, or funds to other organizations?

The corporation may make donations to other civic-oriented, nonprofit organizations if it is determined that an activity of the nonprofit organization would advance the educational and charitable purposes of the corporation. No specific plans for the dispersal of such funds has yet been made. See also Part VIII, Line 13(b).
Part VIII

Line 4(a)

Describe each fundraising program the organization will engage in.

The corporation will have a broad-based fundraising program, focusing on soliciting donations from civic-oriented businesses, labor unions, and nonprofit entities, as well as civically-minded individuals. The corporation anticipates engaging in personal, mail, email, telephone, and website solicitations. No specific plans regarding fundraising methods or targets currently exist. Any funds collected from such solicitations will be used to further the corporation’s educational and charitable purposes.

Line 4(b)

Will the organization have contracts with individuals or organizations to raise funds? Describe these activities and include corresponding revenue and expense details.

The corporation envisions retaining an independent contractor to undertake fundraising on its behalf, though has not done so to date. If and when the corporation contracts for fundraising services with outside persons or companies, any such contracts will provide for payment in commercially reasonable amounts in return for services related to the exempt functions of this nonprofit. In addition, the corporation will make certain that the fundraiser registers with the California Attorney General’s Registry of Charitable Trusts as a “Commercial Fundraiser.”

Line 4(d)

List all states and local jurisdictions in which the organization will conduct fundraising.

The corporation envisions fundraising being conducted primarily in the City of San Diego, California, solely for its own benefit.
Is the organization affiliated with a governmental unit?

The corporation will be closely related to the City of San Diego, insofar as one of the corporation’s purposes is to relieve the City of the costs and burden of conducting activities on behalf of the office of the Mayor. (See Int. Rev. Code section 1.501(c)(3) - 1(d)(2) [“lessening the burdens of government” as permissible tax exempt purpose].) However, the City neither created the corporation nor has any control over its operations or expenditures. The corporation was separately organized and exists separately from the City of San Diego and all other governmental units. The corporation has no regulatory, enforcement, investigatory, or other government-like authority. The corporation is not financially accountable to any governmental unit, nor will the corporation’s financial support come from taxes, tolls, fines, government appropriations, or fees collected pursuant to statutory authority.

Will persons other than the organization’s employees or volunteers manage its activities or facilities?

The corporation can envision a scenario in which it retains an independent contractor to act as its executive director, though, it has not done so to date. If and when the corporation contracts management services with outside persons or companies, any such contracts will provide for payment in commercially reasonable amounts in return for services related to the exempt functions of this nonprofit. Because no plans regarding such an independent contractor currently exist, no specific description of a contracted party’s role can be provided at this time.
Describe how the organization’s grants to other organizations further its purposes.

The corporation may occasionally make donations to other civic or charitable organizations in order to more broadly and comprehensively further its educational and charitable purposes. These donations will be designed to have a multiplier effect, permitting it to have a wider impact on educational opportunities in and around San Diego, and lessening the burdens placed on the City of San Diego to educate its citizens about public policy issues. The corporation’s resources and capabilities will necessarily be limited, and it will not have a monopoly on good ideas in the civic space. Understanding that, making donations to select organizations on occasion will allow the corporation to support entities engaged in similar activities, pursuing like objectives, and thereby amplify the overall positive effect it can have. The corporation does not intend grant funding to become a significant aspect of its operations.

While the corporation envisions making donations to other civic or charitable organizations, it has not done so to date.


**PART IX**

*Statement of Revenues and Expenses: Proposed 3-Year Budget*

<table>
<thead>
<tr>
<th>Sources of Revenue</th>
<th>Current Year</th>
<th>FY 2015</th>
<th>FY2016</th>
</tr>
</thead>
<tbody>
<tr>
<td>Businesses</td>
<td>$50,000</td>
<td>$100,000</td>
<td>$150,000</td>
</tr>
<tr>
<td>Labor Unions</td>
<td>$25,000</td>
<td>$50,000</td>
<td>$75,000</td>
</tr>
<tr>
<td>Nonprofit Organizations</td>
<td>$15,000</td>
<td>$30,000</td>
<td>$45,000</td>
</tr>
<tr>
<td>Individuals</td>
<td>$10,000</td>
<td>$20,000</td>
<td>$30,000</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td><strong>$100,000</strong></td>
<td><strong>$200,000</strong></td>
<td><strong>$300,000</strong></td>
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<table>
<thead>
<tr>
<th>Expenses</th>
<th>Current</th>
<th>FY 2015</th>
<th>FY 2016</th>
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</thead>
<tbody>
<tr>
<td>Office Space, Furnishings, and Related Expenses</td>
<td>$7,000</td>
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<td>Website and Social Media</td>
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<tr>
<td>Communications Consultant (Independent Contractor)</td>
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<td>Events</td>
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<td>Community Outreach</td>
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<tr>
<td><strong>Total Expenses</strong></td>
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<td><strong>$196,500</strong></td>
<td><strong>$268,000</strong></td>
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