

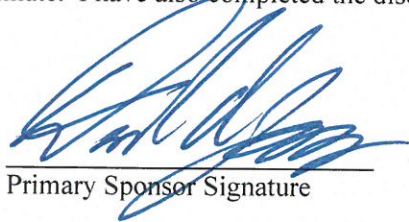
**NEIGHBORHOOD DEVELOPMENT FUND
Not-for-Profit Transmittal and Approval Form**

Applicant/Program: Blue Sky Kentucky / Ongoing Music Education, Camp Blue Sky, and Americana +
Applicant Requested Amount: \$3752.00
Appropriation Request Amount:

Executive Summary of Request
Neighborhood Development Funds will be directed to Blue Sky Kentucky, Inc. for costs associated with their Ongoing Music Education programs, including Camp Blue Sky and the Americana Caravan. The programs target at-risk youth and provide enrichment via music. The Americana Caravan is open to the public.

Is this program/project a fundraiser? Yes No
Is this applicant a faith based organization? Yes No
Does this application include funding for sub-grantee(s)? Yes No

I have reviewed the attached Neighborhood Development Fund Application and have found it complete and within Metro Council guidelines and request approval of funding in the following amount(s). I have read the organization's statement of public purpose to be furthered by the funds requested and I agree that the public purpose is legitimate. I have also completed the disclosure section below, if required.

6  \$3752.00 7-18-2017
District # Primary Sponsor Signature Amount Date

Primary Sponsor Disclosure
List below any personal or business relationship you, your family or your legislative assistant have with this organization, its volunteers, its employees or members of its board of directors.

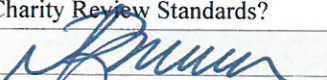
Approved by:

Appropriations Committee Chairman Date
Final Appropriations Amount: _____

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Legal Name of Applicant Organization Blue Sky Kentucky / Ongoing Music Education, Camp Blue Sky, and Amf

Program Name and Request Amount \$3752.00

	Yes/No/NA
Is the NDF Transmittal Sheet Signed by all Council Member(s) Appropriating Funding?	<input type="checkbox"/> Yes
Is the funding proposed by Council Member(s) less than or equal to the request amount?	<input type="checkbox"/> Yes
Is the proposed public purpose of the program viable and well-documented?	<input type="checkbox"/> Yes
Will all of the funding go to programs specific to Louisville/Jefferson County?	<input type="checkbox"/> Yes
Has Council or Staff relationship to the Agency been adequately disclosed on the cover sheet?	<input type="checkbox"/> Yes
Has prior Metro Funds committed/granted been disclosed?	<input type="checkbox"/> N/A
Is the application properly signed and dated by authorized signatory?	<input type="checkbox"/> Yes
Is proof of Tax Exempt status of 501(c) 3, 4, 6, 19, 1120-H included?	<input type="checkbox"/> Yes
If Metro funding is for a separate taxing district is the funding appropriated for a program outside the legal responsibility of that taxing district?	<input type="checkbox"/> N/A
Is the entity in good standing with: <ul style="list-style-type: none"> ▶ Kentucky Secretary of State? ▶ Louisville Metro Revenue Commission? ▶ Louisville Metro Government? ▶ Internal Revenue Service? ▶ Louisville Metro Human Relations Commission? 	<input type="checkbox"/> Yes
Is the current Fiscal Year Budget included?	<input type="checkbox"/> Yes
Is the entity's board member list (with term length/term limits) included?	<input type="checkbox"/> Yes
Is recommended funding less than 33% of total agency operating budget?	<input type="checkbox"/> Yes
Does the application budget reflect only the revenue and expenses of the project/program?	<input type="checkbox"/> Yes
Is the cost estimate(s) from proposed vendor (if request is for capital expense) included?	<input type="checkbox"/> N/A
Is the most recent annual audit (if required by organization) included?	<input type="checkbox"/> N/A
Is a copy of Signed Lease (if rent costs are requested) included?	<input type="checkbox"/> N/A
Is the Supplemental Questionnaire for churches/religious organizations (if requesting organization is faith-based) included?	<input type="checkbox"/> N/A
Are the Articles of Incorporation of the Agency included?	<input type="checkbox"/> Yes
Is the IRS Form W-9 included?	<input type="checkbox"/> Yes
Is the IRS Form 990 included?	<input type="checkbox"/> Yes
Are the evaluation forms (if program participants are given evaluation forms) included?	<input type="checkbox"/> N/A
Affirmative Action/Equal Employment Opportunity plan and/or policy statement included (if required to do so)?	<input type="checkbox"/> N/A
Has the Agency agreed to participate in the BBB Charity review program? If so, has the applicant met the BBB Charity Review Standards?	<input type="checkbox"/> No
Prepared by: 	Date: 7/18/17

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 1 – APPLICANT INFORMATION			
Legal Name of Applicant Organization: Blue Sky Kentucky, Inc. <i>(as listed on: http://www.sos.ky.gov/business/records)</i>			
Main Office Street & Mailing Address: 1346 South Brook Street, Louisville, KY 40206			
Website: www.blueskyky.com			
Applicant Contact:	Greg Handy	Title:	President
Phone:	(502) 637-7300	Email:	blueskykentucky@gmail.com
Financial Contact:	same as above	Title:	same as above
Phone:	same as above	Email:	same as above
Organization's Representative who attended NDF Training: Greg Handy			
GEOGRAPHICAL AREA(S) WHERE PROGRAM ACTIVITIES ARE (WILL BE) PROVIDED			
Program Facility Location(s):	Old Louisville		
Council District(s):	6th District	Zip Code(s):	40202,40208
SECTION 2 – PROGRAM REQUEST & FINANCIAL INFORMATION			
PROGRAM/PROJECT NAME: Blue Sky Kentucky Ongoing Music Education, Camp Blue Sky and Americana Caravan			
Total Request: (\$)	3,752	Total Metro Award (this program) in previous year: (\$)	4750
Purpose of Request (check all that apply):			
<input checked="" type="checkbox"/> Operating Funds (generally cannot exceed 33% of agency's total operating budget)			
<input checked="" type="checkbox"/> Programming/services/events for direct benefit to community or qualified individuals			
<input type="checkbox"/> Capital Project of the organization (equipment, furnishing, building, etc)			
The Following are Required Attachments:			
<input checked="" type="checkbox"/> IRS Exempt Status Determination Letter <input checked="" type="checkbox"/> Current year projected budget Current financial statement <input checked="" type="checkbox"/> Most recent IRS Form 990 or 1120-H <input checked="" type="checkbox"/> Articles of Incorporation (current & signed) Cost estimates from proposed vendor if request is for capital expense		Signed lease if rent costs are being requested <input checked="" type="checkbox"/> IRS Form W9 Evaluation forms if used in the proposed program Annual audit (if required by organization) Faith Based Organization Certification Form, if applicable	
For the current fiscal year ending June 30, list all funds appropriated and/or received from Louisville Metro Government for this or any other program or expense, including funds received through Metro Federal Grants, from any department or Metro Council Appropriation (Neighborhood Development Funds). Attach additional sheet if necessary.			
Source:		Amount: (\$)	
Source:		Amount: (\$)	
Source:		Amount: (\$)	
Has the applicant contacted the BBB Charity Review for participation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
Has the applicant met the BBB Charity Review Standards? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 3 – AGENCY DETAILS

Describe Agency's Vision, Mission and Services:

Blue Sky Kentucky (BSK) is a 501(c)(3) not-for-profit organization established in 2002 dedicated to presenting and promoting top quality music in a variety of styles, with a special emphasis on American Roots, or Americana. BSK's mission is to create original programs and promote local talent; present a unique variety of national roots-based touring artists who inspire and educate audiences in the broader Kentuckiana area; and explore local collaborations that will align with these goals.

BSK unites audiences of all ages and from diverse segments of the community for the appreciation and advancement of traditional American Roots, specifically those that are merged from folk, country, blues, R&B, rock and roll, gospel and soul, and other external influences, such as Latin or Celtic. The sum can be very different than its individual parts, from traditional to contemporary, acoustic to full electric. Audiences are welcomed to enjoy this rich variety of music performed by musicians on both the local and national scene in venues ranging from listening room to classroom.

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 4 - BOARD OF DIRECTORS AND PAID STAFF

Board Member	Term End Date
Cassie Carney, Secretary	1/1/16 - 1/1/18
Tim Corbett	1/1/16 - 1/1/18
Greg Handy, President	1/1/17 - 1/1/19
Andy Mickler, Treasurer	1/1/17 - 1/1/19
John Valentine, Vice-President	1/1/16 - 1/1/18
Cary Willis	1/1/17 - 1/1/19

Describe the Board term limit policy:
 Board members may serve unlimited consecutive 2-year terms.

Three Highest Paid Staff Names	Annual Salary
N/A	

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 5 – PROGRAM/PROJECT NARRATIVE

A: Describe the program/project start and end dates, a description of the program/project and applicable data with regards to specific client population the program will address (attach related flyers, planning minutes, designs, event permits, proposals for services/goods, etc.):

ONGOING MUSIC EDUCATION at CABBAGE PATCH SETTLEMENT HOUSE

Founded in 1909, the Cabbage Patch Settlement House in the 6th District's historic Old Louisville neighborhood equips and empowers at-risk children and youth. As part of their Recreation/Youth Development initiative, BSK's music education program invites professional local, regional, and in some cases, national musicians to share their talent and real-world business experiences in a classroom setting. A typical program consists of a performance, a brief lecture focusing on one or more aspects of the music, and concludes with a Q&A session.

CAMP BLUE SKY AT CABBAGE PATCH SETTLEMENT HOUSE

This unique program provides youth an opportunity to learn the art of songwriting and music composition by working one-on-one with a professional musician. As part of an introduction to songwriting, students explore how to set their words to a variety of music styles, including blues, country, reggae, rock and roll, rap, and even bluegrass. At the conclusion, students will have each written and performed an original song.

AMERICANA CARAVAN

These stand-alone concerts are open to the public and will be held in The Pavilion, an open-air performance space in Old Louisville at the corner of 3rd and Hill Streets. They will raise awareness of BSK and its mission, raise funds for future endeavors and showcase some of the finest Americana music around.

B: Describe specifically how the funding will be spent including identification of funding to sub grantee(s):

Neighborhood Development Funds defray expenses incurred by local, regional, and national musicians who perform as part of the Americana Caravan and participate in support of the Ongoing Music Education and Camp Blue Sky at Cabbage Patch Settlement House. These funds will also cover associated operating costs, including equipment rental, advertising/printing, website maintenance, and utilities at The Pavilion.

Whenever possible, funds may also be used to subsidize students to attend local performances by visiting artists. In this way, students can first meet and learn from the musicians in an informal classroom environment, followed by the opportunity to experience a live performance at an actual concert. These opportunities would be coordinated with Cabbage Patch staff, the artists, and venue personnel in terms of cost, logistics/transportation, and oversight.

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

C: If this request is a fundraiser, please detail how the proceeds will be spent:

N/A

D: For Expenditure Reimbursement Only – The grant award period begins with the Metro Council approval date and ends on June 30 of Metro fiscal year in which the grant is approved. If any part of this funding request is for funds to be spent before the grant award period, identify the applicable circumstances:

- The funding request is a reimbursement of the following expenditures that will probably be incurred after the application date, but prior to the execution of the grant agreement:
 - ✓ If selecting this option, the invoice, receipt and payment documentation should not be available as of the date of this application.The Grantee will be required to submit financial reporting in accordance with the reporting schedule provided in the grant agreement.

N/A

- Reimbursements should not be made before application date unless an emergency can be demonstrated by the primary council sponsor. The funding request is a reimbursement of the following expenditures (attach invoices or proof of payment):
 - ✓ Attach a copy of invoices and/or receipts to provide proof of purchase of activities associated with the work plan identified in this application.
 - ✓ Attach a copy of cancelled checks to provide proof of payment of the invoices or receipts associated with the work plan identified in this application.

N/A

MH

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

E: Describe the program's benefits to those being served (measurable outcomes). Include the program's process for collecting data and the indicators that will be tracked to measure the benefits to those being served:

Both the Ongoing Music Education and Camp Blue Sky programs offer at-risk youth unique opportunities for meaningful engagement with professional musicians. These musicians share not only their talents, but real-world business experience that is also applicable in any number of fields. This direct exposure to working, performing musicians actively engaged in the often challenging music industry serves as an inspiration for youth to be relentless in pursuing their own life dreams. Furthermore, Camp Blue Sky's songwriting curriculum provides at-risk youth with a creative and positive outlet for personal expression. The benefits of Ongoing Music Education and Camp Blue Sky will be measured by the number of active participants in each program. Most of the youth who participate in Cabbage Patch programming are ages 8 to 16 and come from a one to two miles radius; in particular, youth represent the Old Louisville, Limerick, Shelby Park, California, Russell, South Central, Wyandotte, and Oakdale neighborhoods.

The Americana Caravan benefits the community by uniting a diverse audience for public performances. These performances will serve to foster an appreciation and advancement of traditional American Roots music, specifically those that are merged from folk, country, blues, R&B, rock and roll, gospel and soul, and other external influences, such as Latin or Celtic. The benefits of the Americana Caravan will be measured by the number people attending each public performance.

F: Briefly describe any existing collaborative relationships the organization has with other community organizations. Describe what those partners are bringing to the relationship in general and to this program/project specifically.

BSK has successfully collaborated with a number of different organizations. Its partnership with Cabbage Patch Settlement House produced original music education programs for at-risk youth in 2010, 2011 and 2015. Camp Blue Sky is yet another Cabbage Patch collaboration, this time in partnership with retired Jefferson County Public School music educator and former Youth Performing Arts School principal J.C. Reedy.

In 2011, BSK collaborated with the office of 6th District Councilman David James and the Kentucky Shakespeare Festival on its inaugural Fall in the Park event held in Old Louisville's Central Park. BSK secured musical performers and served as their primary point of contact in exchange for booth space and special recognition during the event.

In 2010, BSK provided local promoters Pilgrim Productions hands-on assistance with venue and box office volunteers for its inaugural American Roots concert at Iroquois Amphitheater in exchange for a donation to BSK's music education program.

Michael Young, host of Louisville Public Media's Roots 'n Boots program on 91.9 WFPK has provided without charge special promotion of BSK events and performers. This program represents triple A radio's longest running Americana music program, making it a perfect promotional outlet. When possible, performers have been featured on-air and Mr. Young has often served as a concert emcee.

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 6 – PROGRAM/PROJECT BUDGET SUMMARY

THE PROGRAM/PROJECT BUDGET SHOULD REALISTICALLY ESTIMATE WHAT AMOUNT IS NEEDED FROM METRO GOVERNMENT AND WHAT IS EXPECTED FROM OTHER SOURCES.

Program/Project Expenses	Column 1	Column 2	Column (1+2)=3
	Proposed Metro Funds	Non- Metro Funds	Total Funds
A: Personnel Costs Including Benefits			
B: Rent/Utilities			
C: Office Supplies	200		
D: Telephone			
E: In-town Travel			
F: Client Assistance (See Detailed List on Page 8)			
G: Professional Service Contracts	3000		
H: Program Materials			
I: Community Events & Festivals (See Detailed List on Page 8)			
J: Machinery & Equipment			
K: Capital Project			
L: Other Expenses (See Detailed List on Page 8)	552		
*TOTAL PROGRAM/PROJECT FUNDS	3752		
% of Program Budget	100 %	0 %	100%

List funding sources for total program/project costs in Column 2, Non-Metro Funds:

Other State, Federal or Local Government	
United Way	
Private Contributions (do not include individual donor names)	
Fees Collected from Program Participants	
Other (please specify)	
Total Revenue for Columns 2 Expenses **	

**Total of Column 1 MUST match "Total Request on Page 1, Section 2"*

***Must equal or exceed total in column 2.*

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Detail for Client Assistance, Community Events & Festivals or Other Expenses shown on Page 7 (circle one and use multiple sheets if necessary)	Column 1	Column 2	Column (1 + 2)=3
	Proposed Metro Funds	Non-Metro Funds	Total Funds
Equipment Rental	300		300
Annual Filing with the State	25		25
Website Domain	27		27
Advertising/Printing	200		200
Total	552		552

Applicant's Initials MH

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Detail of In-Kind Contributions for this PROGRAM only: Includes Volunteers, Space, Utilities, etc. (Include anything not bought with cash revenues of the agency).

Donor*/Type of Contribution	Value of Contribution	Method of Valuation
Venue Rental (The Pavilion) - Ben Handy	\$500	estimated market value
Volunteer Labor	43 hrs @ \$23/hr = \$989	hrly rate per Independent Sector
<i>Total Value of In-Kind</i> <i>(to match Program Budget Line Item.</i> Volunteer Contribution & Other In Kind)	\$,1489	

*** DONOR INFORMATION REFERS TO WHO MADE THE IN KIND CONTRIBUTION. VOLUNTEERS NEED NOT BE LISTED INDIVIDUALLY, BUT GROUPED TOGETHER ON ONE LINE AS A TOTAL NOTING HOW MANY HOURS PER PERSON PER WEEK**

Agency Fiscal Year Start Date: July 1 - June 30

Does your Agency anticipate a significant increase or decrease in your budget from the current fiscal year to the budget projected for next fiscal year? NO YES

If YES, please explain:
N/A

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 7 – CERTIFICATIONS & ASSURANCES

By signing Section 7 of the Grant Application, the authorized official signing for the applicant organization certifies and assures to the best of his or her knowledge and/or belief the following Assurances and Certifications. If there is any reason why one or more of the assurances or certifications listed cannot be certified or assured, please explain in writing and attach to this application.

Standard Assurances

1. Applicant understands this application and its attachments as well as any resulting grant agreement, reports and proof of expenditure is subject to Kentucky's open records law.
2. Applicant understands if the grant agreement is not returned to Louisville Metro within 90 days of its mailing to the applicant, the approval is automatically revoked and the funds will not be disbursed to our organization.
3. Applicant and any sub grantee will give Louisville Metro Government access to and the right to examine all paper or electronic records related to the awarded grant for up to five years of the grant agreement date.
4. Applicant assures compliance with the grant requirements and will monitor the performance of any third party (sub-grantee).
5. The Agency is in good standing with the Kentucky Secretary of State, Louisville Metro Government, the Jefferson County Revenue Commission, the Internal Revenue Service, and the Louisville Metro Human Relations Commission.
6. Applicant understands failure to provide the services, programs, or projects included in the agreement will result in funds being withheld or requested to be returned if previously disbursed.
7. Applicant understands they must return to Louisville Metro any unexpended funds by July 31 following the Metro Louisville's fiscal year end.
8. Applicant understands they must provide proof of all expenditures (canceled checks, receipts, paid invoices). The Applicant understands the failure to provide proof of expenditures as required in the grant agreement could result in funding being withheld or request to be returned if previously disbursed.
9. Applicant understands if this application is approved, the grant agreement will identify an award period that begins with the Metro Council approval date, and will end with June 30 of the fiscal year in which the grant is approved. Expenditures associated with this award expected to occur prior to the award period (approval date) must be disclosed in this application in order to be considered compliant with the grant agreement.
10. Applicant understands if we choose to incur expenditures prior to the approval of the application by the Metro Council, there is no guarantee that funding will be reimbursed, as the Council may choose not to award the application.
11. Applicant will establish safeguards to prohibit employees or any person that receives compensation from awarded funds from using their position for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest, or personal gain.

Standard Certifications

1. The Agency certifies it will not use Louisville Metro Government funds for any religious, political or fraternal Activities.
2. The Agency has a written Affirmative Action/Equal Opportunity Policy.
3. The Agency does not discriminate in employment or in provision of any service/program/activity/event based on age, color, disabled status, national origin, race, religion, sex, gender identity or sexual orientation, or Vietnam era veteran status.
4. The Agency certifies it will not require clients, recipients, or beneficiaries to participate in religious, political, fraternal or like activities in order to receive services/benefits provided with Louisville Metro Government funds.
5. The Agency understands the Americans with Disabilities Act (ADA) and makes reasonable accommodations.

Relationship Disclosure: List below any relationship you or any member of your Board of Directors or employees has with any Councilperson, Councilperson's family, Councilperson's staff or any Louisville Metro Government employee.

SECTION 8 – CERTIFICATIONS & ASSURANCES

I certify under the penalty of law the information in this application (including, without limitation, "Certifications and Assurances") is accurate to the best of my knowledge. I am aware my organization will not be eligible for funding if investigation at any time shows falsification. If falsification is shown after funding has been approved, any allocations already received and expended are subject to be repaid. I further certify that I am legally authorized to sign this application for the applying organization and have initialed each page of the application.

Signature of Legal Signatory:	<i>Neg Handy</i>	Date:	6-28-17
Legal Signatory: (please print):	GREG HANDY	Title:	President
Phone:	502/637-7300	Extension:	
Email:	Blue Sky Kentucky @		

ARTICLES OF INCORPORATION

OF

BLUE SKY KENTUCKY, INC.

*** **

The undersigned incorporator, Steven J. Kriegshaber executes these articles for the purpose of forming and does hereby form a nonprofit corporation under the laws of the Commonwealth of Kentucky, KRS 273.161 et seq., in accordance with the following provisions:

0521803.09
John Y. Brown III
Secretary of State
Received and Filed
08/30/01 12:47 PM
Fee Receipt: \$8.00
rpayne - NAOI

ARTICLE I

NAME

The name of the corporation is Blue Sky Kentucky, Inc.

ARTICLE II

PURPOSES AND POWERS

Blue Sky Kentucky, Inc. is organized and operated exclusively for charitable and educational purposes. In carrying out its corporate purposes, the corporation shall have all the powers allowed corporations by Chapter 273 of the Kentucky Revised Statutes. The particular purpose of the corporation is to present a diversity of music in concert and festival format to the Louisville community.

ARTICLE III

REGISTERED OFFICER AND AGENT

The street address of the initial registered office of the corporation in the Commonwealth of Kentucky is 2000 Waterfront Plaza 325 W. Main Street Louisville, Kentucky 40202.

The initial registered agent at the same address is Steven J. Kriegshaber.

ARTICLE IV
PRINCIPAL OFFICE

The mailing address of the principal office of the corporation is 2000 Waterfront Plaza 325 W. Main Street Louisville, Kentucky 40202.

ARTICLE V
DIRECTORS

The business and affairs of the corporation shall be governed by a board of directors. The four members of the initial board of directors shall serve until the first annual election of directors and until their successors are elected and qualify. A director may be removed from office by the voting member, if any, or if none, by a two thirds (2/3) vote of the then serving directors, with or without cause. The names and mailing addresses of the initial directors are:

Steven J. Kriegshaber
2000 Waterfront Plaza
325 W. Main St.
Louisville, KY 40202

Karl Victor
2000 Waterfront Plaza
325 W. Main St.
Louisville, KY 40202

Allen P. Dodd III
2000 Waterfront Plaza
325 W. Main St.
Louisville, KY 40202

Leslie A. Stewart
1914 Bonnycastle Ave.
Louisville, KY 40205

ARTICLE VI

MEMBERS

The corporation shall have one member, Steven J. Kriegshaber, who shall have the right to elect trustees/directors during his lifetime or until he shall relinquish such right thereafter, the Board shall consist of at least three (3) trustees/directors who shall be self-perpetuating.

ARTICLE VII

OFFICERS

The bylaws shall identify and provide for the method of election or appointment of the officers of the corporation.

ARTICLE VIII

BYLAWS

The bylaws of the corporation shall be adopted, and may be amended or repealed, by the board of directors.

ARTICLE IX

INDEMNIFICATION

Each person who is or was a member, director, trustee, or officer of the corporation, whether elected or appointed, and each person who is or was serving at the request of the corporation as a member, director, trustee, or officer of another corporation, whether elected or appointed, including the heirs, executors, administrators, or estate of any such person, shall be indemnified by the corporation to the full amount against any such liability, cost, or expense incurred in connection with any action, suit, or proceeding in which such person shall have been adjudged liable on the basis that personal benefit was improperly received by such person, or if such indemnification would be prohibited by law. Such right of indemnification shall be a contract right and shall include the right to be paid by the corporation the reasonable expenses incurred in defending any threatened or pending

action, suit, or proceeding in advance of its final disposition; provided, however, that such advance payment of expenses shall be made only after delivery to the corporation of an undertaking by or on behalf of such person to repay all amounts so advanced if it shall be determined that such person is not entitled to such indemnification. Any repeal or modification of this article shall not affect any rights or obligations then existing. If any indemnification payment required by this article is not paid by the corporation within 90 days after a written claim has been received by the corporation, the member, director, trustee, officer, or employee may at any time thereafter bring suit against the corporation to recover the unpaid amount and, if successful in whole or in part, such person shall be entitled to be paid also the expense of prosecuting such claim. The corporation may maintain insurance, at its own expense, to protect itself and any such person against any such liability, cost, or expense, whether or not the corporation would have the power to indemnify such person against such liability, cost, or expense under the Kentucky Nonprofit Acts or under this article, but it shall not be obligated to do so. The indemnification provided by this article shall not be deemed exclusive of any other rights which those seeking indemnification may have or hereafter acquire under any bylaw, agreement, statute, vote of members or board of directors, or otherwise. If this article or any portion thereof shall be invalidated on any ground by any court of competent jurisdiction, then the corporation shall nevertheless indemnify each such person to the full extent permitted by any applicable portion of this article that shall not have been invalidated or by any other applicable law.

ARTICLE X

LIMITATION OF DIRECTOR LIABILITY

No director shall be personally liable to the corporation for monetary damages for breach of his duties as a director except for liability:

(A) For any transaction in which the director's personal financial interest is in conflict with

the financial interests of the corporation;

(B) For acts or omissions not in good faith or which involve intentional misconduct or are known to the director to be a violation of law; or

(C) For any transaction from which the director derives an improper personal benefit.

If the Kentucky Revised Statutes are amended after approval of this article to authorize corporate action further elimination or limiting the personal liability of directors, then the liability of a director of the corporation shall be deemed to be eliminated or limited by this provision to the fullest extent then permitted by the Kentucky Revised Statutes, as so amended. Any repeal or modification of this article shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE XI

LIMITATION OF POWERS

Blue Sky Kentucky, Inc. is prohibited from: (a) devoting more than an insubstantial part of its activities to attempting to influence legislation; (b) directly or indirectly participate in any political campaign on behalf of, or in opposition to, any candidate for public office; or (c) have objectives and engage in activities that characterize it as an "action" organization.

ARTICLE XII

DISSOLUTION

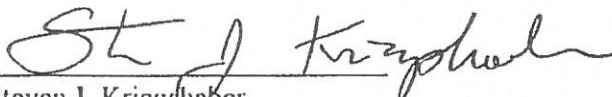
Upon dissolution of Blue Sky Kentucky, Inc. the corporation's assets must be transferred or distributed for charitable purposes. No part of the net earnings, gains, or assets of the corporation shall inure to the benefit of, or be distributable to, any private persons.

ARTICLE XIII
INCORPORATOR

The name and address of the incorporator is:

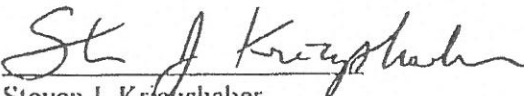
Steven J. Kriegshaber
2000 Waterfront Plaza
325 W. Main St.
Louisville, KY 40202

Signed by the incorporator at 2000 Waterfront Plaza 325 W. Main St. Louisville, Kentucky
on the 26 day of August, 2001.


Steven J. Kriegshaber

CONSENT OF INITIAL REGISTERED AGENT

Pursuant to the provisions of KRS Chapter 273, the undersigned, as the initial registered agent identified in Article IV of the Articles of Incorporation of Blue Sky Corporations, Inc., hereby consents to serve Blue Sky Corporations, Inc. in that capacity until such time as such appointment is terminated or until the undersigned resigns in accordance with the Kentucky Nonprofit Corporation Act.

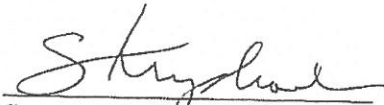

Steven J. Kriegshaber

This instrument prepared by:

Allen McKee Dodd
2000 Waterfront Plaza
325 W. Main St. Louisville, KY 40202

Meeting of Voting Member for Blue Sky Kentucky

A special meeting of the members of Blue Sky Kentucky was held on the 21st day of December at the offices of Dodd & Dodd Attorneys 2000 Waterfront Plaza 325 W. Main St. Louisville, Kentucky 40202. Mr. Steve Kriegshaber, sole voting member was present. On motion made and unanimously approved the following resolution was adopted. Leslie Stewart was removed as a member of the Board of Directors effective 1:45 pm on December 21, 2001.



Steven J. Kriegshaber
Sole Voting Member

IRS Exempt Status Letter GH

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

DEPARTMENT OF THE TREASURY

Date: APR 04 2006

Employer Identification Number:

DLN:

17053077707026

Contact Person:

ERIC J BERTELSEN

ID# 31323

Contact Telephone Number:

(877) 829-5500

Public Charity Status:

509(a)(2)

BLUE SKY KENTUCKY INC
100 MALLARD CREEK RD STE 210
LOUISVILLE, KY 40207-0000

Dear Applicant:

Our letter dated December 27, 2001, stated you would be exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, and you would be treated as a public charity, rather than as a private foundation, during an advance ruling period.

Based on the information you submitted, you are classified as a public charity under the Code section listed in the heading of this letter. Since your exempt status was not under consideration, you continue to be classified as an organization exempt from Federal income tax under section 501(c)(3) of the Code.

Publication 557, Tax-Exempt Status for Your Organization, provides detailed information about your rights and responsibilities as an exempt organization. You may request a copy by calling the toll-free number for forms, (800) 829-3676. Information is also available on our Internet Web Site at www.irs.gov.

If you have general questions about exempt organizations, please call our toll-free number shown in the heading.

Please keep this letter in your permanent records.

Sincerely yours,



Lois G. Lerner
Director, Exempt Organizations
Rulings and Agreements

2017

Blue Sky Kentucky - Neighborhood Development Fund

Professional Service Contracts

Public Music Performances	\$ 1,800.00
5 Days of Camp Blue Sky @ Cabbage Patch	\$ 600.00
Six Months of Ongoing Music Education @ Cabbage Patch	\$ 600.00
Total Professional Service Contracts	<u>\$ 3,000.00</u>

Rent/Utilities

Pavillion Utilites (water & gas)	\$ 200.00
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Other Expenses

Equipment Rental	\$ 300.00
Annual Filing with the State	\$ 25.00
Website Domain	\$ 27.00
Advertising/Printing	\$ 200.00
Total Other Expenses	<u>\$ 552.00</u>

Total Expenses \$ 3,752.00

Form **990-N**
Department of the Treasury
Internal Revenue Service

Electronic Notice (e-Postcard)
for Tax-Exempt Organizations not Required To File Form 990 or
990-EZ

OMB No. 1545-2085

2011

Open to Public Inspection

A For the 2011 calendar year, or tax year beginning 1/1/2011, and ending 12/31/2011.

B Check if applicable

Terminated, Out of Business

Gross receipts are normally \$50,000 or less

C Name of organization: BLUE SKY KENTUCKY INC
d/b/a:

304 Whittington Parkway Suite
107
Louisville, KY, US, 40222

D Employer Identification Number



E Website:

www.blueskykentucky.org

F Name of Principal Officer: Andrew Mickler

4001 Dutchmans Lane
Louisville, KY, US, 40207

Privacy Act and Paperwork Reduction Act Notice. We ask for the information on this form to carry out the Internal Revenue laws of the United States. You are required to give us the information. We need it to ensure that you are complying with these laws.

The organization is not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. The rules governing the confidentiality of the Form 990-N is covered in Code section 6104.

The time needed to complete and file this form and related schedules will vary depending on individual circumstances. The estimated average times is 15 minutes.

Note: This image is provided for your records only. Do NOT mail this page to the IRS. The IRS will not accept this filing via paper. You must file your Form 990-N (e-Postcard) electronically.

Request for Taxpayer Identification Number and Certification

Give Form to the
 requester. Do not
 send to the IRS.

Print or type
 See Specific Instructions on page 2.

Name (as shown on your income tax return) BLUE SKY KENTUCKY, INC.	
Business name/disregarded entity name, if different from above	
Check appropriate box for federal tax classification: <input type="checkbox"/> Individual/sole proprietor <input type="checkbox"/> C Corporation <input type="checkbox"/> S Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Trust/estate <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) ▶ _____ <input checked="" type="checkbox"/> Other (see instructions) ▶ TAX-EXEMPT ORGANIZATION	
<input checked="" type="checkbox"/> Exempt payee	
Address (number, street, and apt. or suite no.) 304 WHITTINGTON PKWY, SUITE 107	Requester's name and address (optional)
City, state, and ZIP code LOUISVILLE, KY 40222	
List account number(s) here (optional)	

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on the "Name" line to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Social security number
Employer identification number

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
3. I am a U.S. citizen or other U.S. person (defined below).

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 4.

Sign Here	Signature of U.S. person ▶ _____	Date ▶ _____
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General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Purpose of Form

A person who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
2. Certify that you are not subject to backup withholding, or
3. Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income.

Note. If a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax on any foreign partners' share of income from such business. Further, in certain cases where a Form W-9 has not been received, a partnership is required to presume that a partner is a foreign person, and pay the withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid withholding on your share of partnership income.

BLUE SKY KENTUCKY, INC.

General Information

Organization Number 0521803
Name BLUE SKY KENTUCKY, INC.
Profit or Non-Profit N - Non-profit
Company Type KCO - Kentucky Corporation
Status A - Active
Standing G - Good
State KY
File Date 8/30/2001
Organization Date 8/30/2001
Last Annual Report 5/31/2017
Principal Office 2000 WATERFRONT PLAZA
325 W MAIN ST
LOUISVILLE, KY 40202
Registered Agent GREG HANDY
1346 SO. BROOK ST
LOUISVILLE, KY 40208

Current Officers

President [Greg Handy](#)
Secretary [John Valentine](#)
Treasurer [Tim Corbett](#)
Director [JOHN VALENTINE](#)
Director [Tim Corbett](#)
Director [Steve Kriegshaber](#)
Director [Cassie Carney](#)
Director [rebecca kessler](#)
Director [Cary Willis](#)

Individuals / Entities listed at time of formation

Director [STEVEN I KRIEGSHABER](#)
 Director [KARL VICTOR](#)
 Director [ALLEN P DODD III](#)
 Director [LESLIE A STEWART](#)
 Incorporator [STEVEN I KRIEGSHABER](#)

Images available online

Documents filed with the Office of the Secretary of State on September 15, 2004 or thereafter are available as scanned images or PDF documents. Documents filed prior to September 15, 2004 will become available as the images are created.

<u>Document Type</u>	<u>Date</u>	<u>Page Count</u>	<u>Format</u>
Annual Report	5/31/2017	1 page	PDF
Annual Report	3/28/2016	1 page	PDF
Annual Report	3/19/2015	1 page	PDF
Registered Agent name/address change	2/12/2015 2:15:56 PM	1 page	PDF
Annual Report	4/8/2014	1 page	PDF
Annual Report	6/6/2013	1 page	PDF
Annual Report	6/14/2012	1 page	PDF
Annual Report	3/31/2011	1 page	PDF
Annual Report	6/29/2010	1 page	PDF
Annual Report	9/2/2009	1 page	PDF
Reinstatement	2/9/2009	3 pages	tiff
Administrative Dissolution	11/1/2008	1 page	PDF
Annual Report	2/26/2007	1 page	tiff
Annual Report	4/19/2006	1 page	tiff
Annual Report	10/26/2005	1 page	tiff
Annual Report	10/29/2004	1 page	tiff
Annual Report	7/15/2003	1 page	tiff
Annual Report	4/22/2002	1 page	tiff
Articles of Incorporation	8/30/2001	7 pages	tiff

Assumed Names

Activity History

Filing

File Date

Effective Date

Org. Referenced

Annual report	5/31/2017 10:30:42 AM	5/31/2017 10:30:42 AM
Annual report	3/28/2016 1:55:25 PM	3/28/2016 1:55:25 PM
Annual report	3/19/2015 11:51:26 AM	3/19/2015 11:51:26 AM
Registered agent address change	2/12/2015 2:15:56 PM	2/12/2015 2:15:56 PM
Annual report	4/8/2014 10:32:09 AM	4/8/2014 10:32:09 AM
Annual report	6/6/2013 10:20:26 AM	6/6/2013 10:20:26 AM
Annual report	6/14/2012 9:16:01 AM	6/14/2012 9:16:01 AM
Annual report	3/31/2011 1:57:22 PM	3/31/2011 1:57:22 PM
Annual report	6/29/2010 2:17:36 PM	6/29/2010 2:17:36 PM
Annual report	9/2/2009 3:26:08 PM	9/2/2009 3:26:08 PM
Reinstatement	2/9/2009 12:08:16 PM	2/9/2009
Admin Dis. A. report not in	11/1/2008	11/1/2008
Annual report	2/26/2007 2:20:46 PM	2/26/2007
Annual report	4/19/2006 8:50:42 AM	4/19/2006
Add	8/30/2001 12:47:32 PM	8/30/2001

Microfilmed Images

Microfilm images are not available online. They can be ordered by faxing a [Request For Corporate Documents to the Corporate Records Branch at 502-564-5687](#).

Annual Report	12/31/2004 2:26:42 PM	1 page
Annual Report	7/15/2003	1 page
Annual Report	4/22/2002	1 page
Articles of Incorporation	8/30/2001	6 pages