

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

M.W.

**Applicant/Program:** National Safe Place Inc.

**Executive Summary of Request:** National Safe Place Inc. is requesting \$3,615.00 to which CM Owen willing to give \$2500.00 out of NDF. These funds will be used to do following for conference training local printing of conference materials, bus transportation for conference, audio/visual equipment and support by local AV specialists and admission for conference participants to attend Muhammad Ali site visit. National Safe Place strives to provide quality training and technical support for youth and family service organizations across the country.

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.

8th District #      Thomas L. Dean Primary Sponsor Signature      \$ 2500.00 Amount      7/22/2014 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

**Clerk's Office Only:**  
Request Amount: \_\_\_\_\_ Committee Amended Amount: \_\_\_\_\_

**OFFICE OF METRO COUNCIL CLERK**  
**REVIEWED**

DATE 8.13.14 TIME 2:54pm

Applicant/Program:

### Additional Disclosure and Signatures

#### Additional Council Office 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.

<u>4</u> District #	<u>[Signature]</u> Council Member Signature	<u>\$500.00</u> Amount	<u>7-24-14</u> Date
<u>        </u> District #	<u>        </u> Council Member Signature	<u>        </u> Amount	<u>        </u> Date
<u>        </u> District #	<u>        </u> Council Member Signature	<u>        </u> Amount	<u>        </u> Date
<u>        </u> District #	<u>        </u> Council Member Signature	<u>        </u> Amount	<u>        </u> Date
<u>        </u> District #	<u>        </u> Council Member Signature	<u>        </u> Amount	<u>        </u> Date
<u>        </u> District #	<u>        </u> Council Member Signature	<u>        </u> Amount	<u>        </u> Date
<u>        </u> District #	<u>        </u> Council Member Signature	<u>        </u> Amount	<u>        </u> Date

## NDF NON-PROFIT APPLICATION CHECKLIST

<b>Legal Name of Applicant Organization:</b> NATIONAL SAFE PLACE INC.		
<b>Program Name:</b> NSP Conference April 2014	<b>Request Amount:</b> \$3600.00	Yes/No/NA
<b>Request form:</b> Is the NDF request form signed by all Council Member(s) appropriating funding?		yes
<b>Request form:</b> Is the funding proposed less than or equal to the request amount?		yes
<b>Request form:</b> Have all known Council or Staff relationships to the Agency been adequately disclosed on the cover sheet?		yes
<b>Application Page 1:</b> Has prior Metro funds committed/granted been disclosed?		yes
<b>Application Page 1:</b> Is the application properly signed and dated by authorized signatory?		yes
<b>Application Page 3:</b> Reimbursement funding – One or two boxes checked if any expenses are incurred before the grant award period. Is all required documentation included?		yes
<b>Application Pages 3 – 5:</b> Is the proposed public purpose of the program well-documented?		yes
<b>Application 4:</b> Is there adequate documentation of how the proceeds of the fundraiser will be spent?		yes
<b>Application Budget Page 6:</b> Does the application budget reflect only the revenue and expenses of the project/program (page 6) if the request is not an operating budget request? Is all detail schedules included for "Metro, Non Metro and Total" expense funds for client assistance, community events & festivals and other expenses? And does the Non-Metro Revenue equal the Non-Metro expenses?		yes
<b>Faith Based Organizations:</b> Is the signed Faith Based Form signed and included?		N/A
<b>Jefferson County Only:</b> Will all funding be spent in Louisville/Jefferson County?		yes
<b>Capital Project(s) request:</b> Is the cost estimate(s) from proposed vendor(s) included?		yes
<b>Good Standing:</b> Is the entity in good standing with: <ul style="list-style-type: none"> <li>• Kentucky Secretary of State – include Secretary of State website information on organization</li> <li>• Louisville Metro Government – check OMB monthly report filed in Council Financial Reports</li> <li>• Internal Revenue Service – most recent Form 990 included</li> </ul>		yes
<b>Separate Taxing Districts:</b> If Metro funding is for a separate taxing district, is the funding appropriated for a program outside the legal responsibility of that taxing district?		N/A
<b>Small Cities:</b> Is the resolution included agreeing to partner with Louisville Metro on the capital project? (IRS Determination letter not required, Form 990 not required, but KY SOS acknowledgement is)		N/A
<b>Operating Requests:</b> Is recommended operating funding less than or equal to 33% of total operating budget?		yes
<b>IRS Exempt Proof:</b> Is proof of Tax Exempt status of 501(c) 3, 4, 6, 19, 1120-H included?		yes
<b>Operating Budget:</b> Is the organization's current fiscal year operating budget included?		yes
<b>Ordinance Required:</b> Is the amount committed by Council members greater than \$5,000 to any one project/program within an organization in this fiscal year.		NO
<b>Board Members:</b> Is the entity's board member list (with term length/term limits) included?		yes
<b>Staff:</b> Is a list of the highest paid staff included with their expected annual personnel costs? (3)		yes
<b>Annual Audit:</b> Is the most recent annual audit (if required by organization) included?		yes
<b>Rent Requests:</b> Is a copy of signed lease included?		N/A
<b>Articles of Incorporation:</b> Are the Articles of Incorporation of the organization included?		yes
<b>IRS Form W-9:</b> Is the IRS Form W-9 included?		yes
<b>Evaluation Forms:</b> Are the evaluation forms (if program participants are given evaluation forms) included?		yes
<b>Affirmative Action:</b> Affirmative Action/Equal Employment Opportunity plan and/or policy statement included (if required by the organization)?		NO
<b>Prepared by:</b> <i>Leana L. Long</i>		<b>Date:</b> 7/21/2014

**NATIONAL SAFE PLACE, INC.**

**General Information**

**Organization Number** 0631388  
**Name** NATIONAL SAFE PLACE, INC.  
**Profit or Non-Profit** N - Non-profit  
**Company Type** KCO - Kentucky Corporation  
**Status** A - Active  
**Standing** G - Good  
**State** KY  
**File Date** 2/3/2006  
**Organization Date** 2/3/2006  
**Last Annual Report** 1/29/2014  
**Principal Office** 2429 CRITTENDEN DRIVE  
 LOUISVILLE, KY 40217  
**Registered Agent** LAURIE JACKSON  
 2429 CRITTENDEN DR.  
 LOUISVILLE, KY 40217

**Current Officers**

**CEO** Laurie Y Jackson  
**Director** Howard Elliott  
**Director** Michael Fitz  
**Director** Debi Friggel

**Individuals / Entities listed at time of formation**

**Director** BOB CALLANDER  
**Director** KIM DALFERES  
**Director** DEBI FRIGGEL  
**Director** BRENDA FRINKS  
**Director** MARK GIUFFRE  
**Director** JAY LAFLER  
**Director** RICK ORCHARD  
**Director** SAMMY MOON  
**Director** TOM PATANIA  
**Director** ALAN ROBERTSON  
**Director** STEVE STRATTON  
**Director** DAVID THIEMAN  
**Incorporator** EMILY M. DORISIO

**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.

Certificate of Assumed Name 4/7/2014 1 page tiff PDF



**LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION**

SECTION 1 - APPLICANT INFORMATION			
<b>Legal Name of Applicant Organization:</b>		<b>National Safe Place Inc.</b>	
<i>(as listed on: <a href="http://www.sos.ky.gov/business/records">http://www.sos.ky.gov/business/records</a>)</i>			
<b>Main Office Street &amp; Mailing Address:</b> 2429 Crittenden Drive, Louisville, KY 40217			
<b>Website:</b> www.nspnetwork.org			
<b>Applicant Contact:</b>	Laurie Jackson	<b>Title:</b>	President/ CEO
<b>Phone:</b>	502-635-3660	<b>Email:</b>	ljackson@nspnetwork.org
<b>Financial Contact:</b>	Isabel Gomez	<b>Title:</b>	Chief Operations Officer
<b>Phone:</b>	502-635-3660 ext 1010	<b>Email:</b>	igomez@nspnetwork.org
<b>Organization's Representative who attended NDF Training:</b> Reviewed presentation online			
GEOGRAPHICAL AREA(S) WHERE PROGRAM ACTIVITIES ARE (WILL BE) PROVIDED			
<b>Program Facility Location(s):</b>	The Brown Hotel		
<b>Council District(s):</b>	District 4	<b>Zip Code(s):</b>	40202
SECTION 2 - PROGRAM REQUEST & FINANCIAL INFORMATION			
<b>PROGRAM/PROJECT NAME:</b> National Safe Place Network Conference - Focus 2014			
<b>Total Request: (\$)</b>	3,615	<b>Total Metro Award (this program) in previous year: (\$)</b>	
<b>Purpose of Request (check all that apply):</b>			
<input 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)			
<b>The Following are Required Attachments:</b>			
<input checked="" type="checkbox"/> IRS Exempt Status Determination Letter <input checked="" type="checkbox"/> Current Year Projected Budget <input checked="" type="checkbox"/> List of Board of Directors (include term & term limits) <input checked="" type="checkbox"/> Current financial statement <input checked="" type="checkbox"/> Most recent IRS Form 990 or 1120-H <input checked="" type="checkbox"/> Articles of Incorporation <input type="checkbox"/> Cost estimates from proposed vendor if request is for capital expense		<input type="checkbox"/> Signed lease if rent costs are being requested <input checked="" type="checkbox"/> IRS Form W9 <input checked="" type="checkbox"/> Evaluation forms if used in the proposed program <input checked="" type="checkbox"/> Annual audit (if required by organization) <input type="checkbox"/> Faith Based Organization Certification Form, if required <input checked="" type="checkbox"/> Staff including the 3 highest paid staff	
<b>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.</b>			
<b>Source:</b>		<b>Amount: (\$)</b>	
<b>Source:</b>		<b>Amount: (\$)</b>	
<b>Source:</b>		<b>Amount: (\$)</b>	
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No			



## LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

### SECTION 4 – 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.):**

National Safe Place Network holds a bi-annual conference where staff from youth-serving agencies from around the country come together to learn the latest trends, techniques, and promising practices. Participants also have networking opportunities throughout the conferences and will be able to go attend one of three site visits to: The Muhammad Ali Center, Union Station, or YMCA Safe Place Services. The formal conference runs October 1 - 3 at the Brown Hotel. National Safe Place Network will also host our advisory board and board of directors September 29 and 30.

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

We intend do use the funds on the following:

- Local printing of the conference program and signs
- Bus transportation for conference participants to get to site visits
- Audio visual equipment and support by local AV specialists
- Admission for conference participants to attend Muhammad Ali site visit



## 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:**

Outcome 1: Increase knowledge of youth and family service providers on new trends, techniques and best practices in the field.

Outcome 2: Youth and family service providers will make new professional connections with their colleagues from around the country.

Measurement: Following the Conference, National Safe Place Network requests that attendees complete an evaluation form. This helps National Safe Place Network track the benefits of the conference, effectiveness of the conference as a learning experience, increase of knowledge gained in individual workshops, how the conference was received by participants, and what needs to be changed for future conferences.

Evaluation topics include: quality of workshops, quality of learning experience, quality of keynote speakers, facility, city location, and overall satisfaction.

**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.**

National Safe Place Network has a long-standing relationship with TARC. J. Barry Barker sits on the National Safe Place Network Board of Directors and serves as a great resource for agencies throughout the country interested in developing relationships with their local transportation authorities. For the conference, TARC's Union Station will host a site visit.

YMCA Safe Place Services is the original Safe Place agency. They will be hosting a site visit as well.

The Muhammad Ali Center will be hosting a site visit and has done so in the previous years.

*Community Event Budget Details: 2014 Focus Conference Budget*

	<i>Proposed Metro Funds</i>	<i>Non-Metro Funds</i>	<i>Total Funds</i>
<b>Conference hotel expense - food and bev/AV</b>			
Food/beverage and room rentals		\$19,500.00	\$19,500.00
Audio/ Visual Setup and support at Conference	\$1,500.00		\$1,500.00
<b>Conference marketing/promotion:</b>		\$3,000.00	\$3,000.00
Printing and processing for mailing - STD card		\$209.00	\$209.00
Processing- STD cards (2 mailings)		\$97.90	\$97.90
printing of program	\$1,000.00	\$0.00	\$1,000.00
<b>Postage</b>		\$1,000.00	\$1,000.00
<b>Keynote expenses:</b>			
speaker fee		\$2,500.00	\$2,500.00
flight, ground trans., food		\$650.00	\$650.00
<b>Presenter gifts</b>		\$250.00	\$250.00
<b>Conference supplies:</b>		\$2,000.00	\$2,000.00
<b>Site Visits</b>			
Bus Transportation	\$800.00		\$800.00
Admission to Muhammad Ali Center for 45 people	\$315.00		\$315.00
<b>Registation Fees</b>		\$2,000.00	\$2,000.00
<b>Food supplies (for office and hosp. ste.)</b>		\$250.00	\$250.00
<b>Staff expenses</b>		\$2,000.00	\$2,000.00
<b>Hearing impaired</b>		\$500.00	\$500.00
<b>Event insurance</b>		\$500.00	\$500.00
<b>Awards</b>		\$1,000.00	\$1,000.00
<b>TOTAL EXPENSES</b>	<b>\$3,615.00</b>	<b>\$35,456.90</b>	<b>\$39,071.90</b>





### 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
Meeting space at Brown Hotel	\$2,700	Estimate based on advertised costs
Workshop Presenters	\$17,572	Average of individual valuation of time
<i>Total Value of In-Kind (to match Program Budget Line Item. Volunteer Contribution &amp; Other In Kind)</i>	\$20,272	

**\* 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: January 1

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:

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

DEPARTMENT OF THE TREASURY

Date: **AUG 05 2006**

NATIONAL SAFE PLACE INC  
C/O SANDY BOWEN  
2411 BOWMAN AVE  
LOUISVILLE, KY 40217

Employer Identification Number:  
20-4343628  
DLN:  
17053186014016  
Contact Person:  
DIANE M GENTRY ID# 31361  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
December 31  
Public Charity Status:  
170(b)(1)(A)(vi)  
Form 990 Required:  
Yes  
Effective Date of Exemption:  
February 3, 2006  
Contribution Deductibility:  
Yes  
Advance Ruling Ending Date:  
December 31, 2010

Dear Applicant:

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

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

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

Please see enclosed Information for Exempt Organizations Under Section 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

Letter 1045 (DO/CG)

NATIONAL SAFE PLACE INC

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

Sincerely,

A handwritten signature in cursive script, appearing to read "Lois G. Lerner".

Lois G. Lerner  
Director, Exempt Organizations  
Rulings and Agreements

Enclosures: Information for Organizations Exempt Under Section 501(c) (3)  
Statute Extension

Letter 1045 (DO/CG)



For Youth...Someplace To Go. Someone To Help.

**Board Chairman 2013 - 2014**

**Michael Fitz**  
VP Sales Engineering  
Nextel Corporation  
16179 Garriland Drive  
Leesburg, VA 20176  
Work (703) 433-3702  
Cell (703) 798-4410  
[Michael.fitz@sprint.com](mailto:Michael.fitz@sprint.com)

**J. Barry Barker**  
Executive Director  
TARC  
1000 W. Broadway  
Louisville, KY 40203  
Work (502) 561-5100  
[jbarrybarker@ridetarc.org](mailto:jbarrybarker@ridetarc.org)

**James Braun**  
Community Volunteer  
3316 Woodsvlew Drive  
St. Charles, MO 63303  
Cell - (636) 541-3057  
[jbrown@emdconsulting.com](mailto:jbrown@emdconsulting.com)

**Gary Colen**  
CEO  
AMP Agency  
77 North Washington Street  
Boston, MA 02114  
Work (617) 723-8929  
[gcolen@ampagency.com](mailto:gcolen@ampagency.com)

**Joe Diamond**  
Chief Operating Officer  
All Campus  
1036 N. Hoynes (home)  
Chicago, IL 60632  
Cell (312) 656-8183  
[jdiamond@allcampus.com](mailto:jdiamond@allcampus.com)

**Gina Digiioia (2012)**  
Chief Legal Officer  
Defy Media LLC  
151 W. 26<sup>th</sup> Street  
New York, NY 10001  
Work (212) 329-8477  
[ginad@defymedia.com](mailto:ginad@defymedia.com)

**Debra Friggel**  
Community Relations Director  
QuikTrip Corporation  
Quality Committee  
4705 South 129th E. Avenue  
Tulsa, OK 74134  
Work (918) 615-7872  
[dfriggel@quiktrip.com](mailto:dfriggel@quiktrip.com)

**Carl Gerhardstein**  
Asst. VP Public Safety, Health &  
Environment  
CSX  
500 E. Water Street  
Jacksonville, FL 32202  
Work (904) 366-4303  
[carl\\_gerhardstein@csx.com](mailto:carl_gerhardstein@csx.com)

**Mark Giuffre**  
VP State Government Affairs  
UPS  
643 W. 43<sup>rd</sup> St  
New York, NY 10036  
Work (212) 631-6565  
Cell (502) 727-7539  
[mgiuffre@ups.com](mailto:mgiuffre@ups.com)

**Adam Jonas**  
Managing Director  
Morgan Stanley  
1585 Broadway, 38<sup>th</sup> floor  
New York, NY 10036  
(212) 761-1726  
[Adam.Jonas@morganstanley.com](mailto:Adam.Jonas@morganstanley.com)

**Ginny McCormick**  
Sr. Director of Digital Marketing  
Hasbro, Inc.  
22 Fairway Dr  
Newton, MA 02465  
Cell (857) 222-2807  
[gsmccormick@comcast.net](mailto:gsmccormick@comcast.net)

**Jim Pearce**  
CEO  
CDS Family & Behavioral  
Health Services  
3615 SW 13<sup>th</sup> St  
Gainesville, FL 32605  
Work (352) 244-0628 ext  
3824  
Cell (352) 318-9400  
[Jim\\_pearce@cdfsfl.org](mailto:Jim_pearce@cdfsfl.org)

**Janet Ramey**  
CPA  
Brown Smith Wallace  
4050 Jessica Drive  
Wentzville, MO 63385  
Cell (314) 779-7768  
[jramey@bswllc.com](mailto:jramey@bswllc.com)

**Doug Watson**  
Costa Farms  
13201 SW 69<sup>th</sup> Court  
Pinecrest, FL 33156  
(305) 495-2158  
[dwatson@costafarms.com](mailto:dwatson@costafarms.com)

**Gayle Watts**  
Executive Director  
Children's Aid Society  
2141 14<sup>th</sup> Avenue South  
Birmingham, AL 35205  
Work (205) 943-5347  
Cell (205) 807-8387  
[gwatts@childrensaid.org](mailto:gwatts@childrensaid.org)

**Advisory Board  
Representative 2013**  
**Michelle Sahagun (15)**  
Nevada Department of Child and  
Family Services  
675 Holcomb Ave  
Reno, NV 89502  
775.219.4282  
[msahagun531@gmail.com](mailto:msahagun531@gmail.com)

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**BYLAWS  
OF  
NATIONAL SAFE PLACE, INC.**

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March 7, 2006

**TABLE OF CONTENTS**

	<b>Page</b>
<b>ARTICLE 1</b>	
<b>OFFICES</b>	
1.1 Principal Office .....	1
1.2 Registered Office .....	1
<b>ARTICLE 2</b>	
<b>NO CAPITAL SHARES</b>	
2.1 No Capital Shares .....	1
<b>ARTICLE 3</b>	
<b>VOTING MEMBER</b>	
3.1 Voting of Member.....	1
3.2 Other Members .....	1
3.3 Annual Meeting .....	2
3.4 Special Meetings.....	2
3.5 Place of Special Meetings.....	2
3.6 Notice of Annual or Special Meetings.....	2
3.7 Proxies.....	2
3.8 Voting of Members .....	3
3.9 Action by Consent of Voting Member.....	3
<b>ARTICLE 4</b>	
<b>DIRECTORS</b>	
4.1 General Powers .....	3
4.2 Number and Election .....	3
4.3 Term.....	3
4.4 Removal and Resignations.....	3
4.5 Annual and Regular Meetings .....	4
4.6 Special Meetings.....	4
4.7 Participation in Meetings .....	4
4.8 Notice of Meeting .....	4
4.9 Waiver of Notice.....	4
4.10 Quorum and Voting .....	5
4.11 Manner of Acting.....	5

**TABLE OF CONTENTS**  
(continued)

	Page
4.12 Vacancy on Board.....	5
4.13 Compensation of Directors .....	5
4.14 Action by Written Consent .....	5
4.15 Chairman and Vice Chairman of the Board.....	5
<b>ARTICLE 5</b>	
<b>EXECUTIVE AND OTHER COMMITTEES</b>	
5.1 Executive Committee.....	5
5.2 Authority of Executive Committee.....	5
5.3 Other Committees .....	6
<b>ARTICLE 6</b>	
<b>ADVISORY BOARD</b>	
6.1 Composition.....	7
6.2 Term.....	7
6.3 Removal .....	7
6.4 Vacancies .....	7
6.5 Meetings.....	7
6.6 Voting .....	8
6.7 Role of the Advisory Board .....	8
6.8 Committees of the Advisory Board .....	8
6.9 Advisory Board Officers.....	8
<b>ARTICLE 7</b>	
<b>OFFICERS</b>	
7.1 Required Officers.....	8
7.2 Appointment and Term of Office .....	9
7.3 Removal and Resignations of Officers .....	9
7.4 Contract Rights of Officers.....	9
7.5 Vacancies .....	9
7.6 Chairman of the Board.....	9
7.7 President/CEO.....	9
7.8 Treasurer .....	10
7.9 Secretary .....	10

**TABLE OF CONTENTS**  
(continued)

	<b>Page</b>
7.10 Compensation .....	10
<b>ARTICLE 8</b>	
<b>PROGRAM AFFILIATES</b>	
8.1 Qualification .....	10
8.2 Admission to Membership.....	10
8.3 Property Rights .....	10
8.4 Liability of Members .....	11
8.5 Transfer, Termination and Reinstatement.....	11
8.6 Membership Dues .....	11
<b>ARTICLE 9</b>	
<b>CORPORATE ACTIONS</b>	
9.1 Contracts .....	11
9.2 Corporate Loans.....	11
9.3 Checks, Drafts, Etc .....	11
9.4 Deposits.....	11
9.5 Asset Transfers and Merger.....	11
<b>ARTICLE 10</b>	
<b>EMERGENCY BYLAWS</b>	
10.1 Adoption of Emergency Bylaws.....	11
10.2 Provisions of Emergency Bylaws.....	12
10.3 Changes in Emergency Bylaws .....	12
<b>ARTICLE 11</b>	
<b>MISCELLANEOUS</b>	
11.1 Fiscal Year .....	12
11.2 Waiver of Notice.....	12
11.3 Construction.....	13
11.4 Limitations .....	13
11.5 Severability of Provisions.....	13



**BYLAWS**  
**OF**  
**NATIONAL SAFE PLACE, INC.**

**ARTICLE 1**

**Offices**

**1.1 Principal Office.** The principal office of the Corporation shall be located at any place either within or outside the Commonwealth of Kentucky as designated in the Corporation's most current Annual Report filed with the Secretary of State of Kentucky. The Corporation may have such other offices, either within or without the Commonwealth of Kentucky, as the Board of Directors of the Corporation ("Board") may deem advisable from time to time.

**1.2 Registered Office.** The Corporation shall maintain a registered office in the Commonwealth of Kentucky as required by Kentucky law. The address of the registered office may be changed from time to time by the Board.

**ARTICLE 2**

**No Capital Shares**

**2.1 No Capital Shares.** The Corporation shall have no capital shares or shareholders, and its business and affairs shall not be conducted for private pecuniary gain or profit, nor shall any of the Corporation's gain, profit or property inure to the incorporators thereof, nor officer or director thereof, except as otherwise provided in Section (2)(a) of ARTICLE II of the Corporation's Articles of Incorporation ("Articles") with respect to compensation for services rendered, but the Corporation's entire gain, profit, net earnings and property shall be devoted exclusively to the charitable and other uses and purposes set out in ARTICLE II of the Articles.

**ARTICLE 3**

**Voting Member**

**3.1 Voting of Member.** The Corporation shall have one Voting Member, which shall be The Young Men's Christian Association of Greater Louisville, a Kentucky nonprofit corporation, or its successor or assigns.

**3.2 Other Members.** The Voting Member may provide, in the Voting Member's sole discretion at any time and from time to time, by a written instrument signed by the Voting Member and delivered to the Secretary of the Corporation, that there shall be other Members of the Corporation. Such instrument shall specify (i) the number of such other Members, (ii) the qualifications required of such Members, and (iii) such other provisions as the Voting Member may deem advisable with respect to such other Members which do not conflict with the provisions of the Corporation's Articles of Incorporation. Any such provisions with respect to other Members which are established by the Voting Member may be modified, amended or

otherwise changed by the Voting Member, in the Voting Member's sole discretion, at any time and from time to time, as provided in a signed written instrument delivered to the Secretary of the Corporation specifying the desired modifications, amendments or other changes. Members, other than the Voting Member, shall have no voting rights and shall not be entitled to receive any notices of meetings or attend any meetings, unless and until the Voting Member shall have dissolved or resigned.

**3.3 Annual Meeting.** The annual meeting of the Voting Member with respect to each fiscal year of the Corporation shall be held prior to, but not necessarily the same day as, the annual meeting of the Board with respect to such fiscal year. The purpose of each annual meeting of the Voting Member shall be the election of directors and the transaction of such other business as may properly come before it. If the election of directors shall not be held on the day designated for an annual meeting, or at any adjournment thereof, the Board or the Voting Member shall cause the election to be held at a special meeting of the Voting Member to be held as soon thereafter as may be practicable, and the annual meeting of the Board shall be postponed until such time as the annual meeting of the Voting Member is finally adjourned.

**3.4 Special Meetings.** Special meetings of the Voting Member may be called by the Board or the Voting Member.

**3.5 Place of Special Meetings.** The party calling a special meeting of the Voting Member may designate any place within the Commonwealth of Kentucky as the place for such meeting. A waiver of notice signed by the Voting Member may include a designation of any place, either within or without the Commonwealth of Kentucky, as the place for the holding of such meeting. If no designation is properly made, the place of meeting shall be at the registered office of the Corporation in the Commonwealth of Kentucky.

**3.6 Notice of Annual or Special Meetings.** Written notice stating the place, day and hour of the meeting of the Voting Member and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered to the Voting Member and the Corporation not less than 10 days, nor more than 50 days, before the date of the meeting, either in person or transmitted by United States mail, private delivery service or a form of electronic transmission including, but not limited to, electronic mail or facsimile, by or at the direction of the Executive Committee of the Corporation, the chief executive officer of the Corporation, the Secretary of the Corporation or the person calling the meeting of the Voting Member. If mailed or sent by a private delivery service, such notice shall be deemed to be delivered when deposited in the United States mail or with the private delivery service, whichever is applicable, in a sealed envelope with postage prepaid. If notice is given by electronic transmission, such notice shall be deemed to be delivered when receipt of such electronic transmission is confirmed by commercially reasonable means for confirmation of receipt of electronic transmissions.

**3.7 Proxies.** At all meetings of the Voting Member, the Voting Member may vote by proxy executed in writing by the Voting Member or by the Voting Member's duly authorized attorney-in-fact. Such proxy shall be filed with the Secretary of the Corporation before or at the time of the meeting. No proxy shall be valid after 11 months from the date of its execution. A proxy may be revoked in writing at any time. The effective time of such revocation shall be the time the Secretary of the Corporation receives the written notice of revocation.

**3.8 Voting of Members.** The Voting Member shall have the sole right to vote upon each matter submitted to a vote at a meeting of the Voting Member.

**3.9 Action by Consent of Voting Member.** Any action required to be taken, or which may be taken, at a meeting of the Voting Member may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by the Voting Member with respect to the subject matter thereof.

## ARTICLE 4

### Directors

**4.1 General Powers.** Except as otherwise provided in the Articles or these Bylaws, all corporate power shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board. Notwithstanding the foregoing, the Board may not do the following without the consent of the Voting Member: (i) amend these Bylaws or the Articles, (ii) merge the Corporation with another entity or (iii) transfer all, or substantially all, of the assets of the Corporation.

**4.2 Number and Election.** The Board shall consist of not less than seven nor more than 30 individuals, and until otherwise changed by a resolution of the Board, shall consist of 12 individuals. Except as otherwise provided herein, each director shall be elected by the Voting Member or, if there is no Voting Member, each director shall be elected by the Board. The Chair of the Advisory Board of the Corporation shall serve as a director with full voting rights. The CEO and the CEO of the Voting Member shall serve *ex officio* as directors, but only in an advisory capacity with no voting rights, unless the Board determines that the CEO or CEO of the Voting Member shall serve as a director with full voting rights. The directors need not be residents of the Commonwealth of Kentucky. Each director shall be eligible for reelection.

**4.3 Term.** The initial directors of the Corporation shall hold office for such term as set forth in the organizational resolutions of the Board of Directors or as determined at the organizational meeting of the Board; provided, however, (i) the initial terms of one-third of the initial directors shall end on the 31<sup>st</sup> day of December in the year in which the organizational resolutions are dated or the organizational meeting is held ("Organizational Year"), (ii) the initial terms of one-third of the initial directors shall end on December 31<sup>st</sup> in the first full year after the Organizational Year and (iii) the terms of the remaining initial directors shall end on December 31<sup>st</sup> in the second full year after the Organizational Year. Any directors elected after the expiration of the shortest initial term shall hold office for a term of three years beginning on the 1<sup>st</sup> day of January after the meeting at which such director is elected. No individual may serve more than three consecutive terms as a director. A director ineligible to serve as a director because of the three consecutive term limit shall be eligible to serve as a director again after a period of one year from the expiration of such director's term. Any such director reelected to the Board shall again be subject to the three consecutive term limit.

**4.4 Removal and Resignations.** Any director or the entire Board may be removed, with or without cause, by the Voting Member at a meeting of the Voting Member called expressly for that purpose or, if there is no Voting Member, by a vote of a majority of directors then entitled to

vote at an election of directors at a meeting of the Board called expressly for that purpose. Any member of the Board may resign from the Board at any time by giving written notice to the Board. A resignation shall be effective when the notice is delivered unless the notice specifies a later effective date.

**4.5 Annual and Regular Meetings.** An annual meeting of the Board shall be held at such time and place as the Chairman of the Board may direct upon at least ten days' prior notice in writing, given in person, by United States mail, private delivery service or a form of electronic transmission including, but not limited to, electronic mail or facsimile, to all of the directors of the Corporation and the Voting Member for the purpose of electing officers and the transaction of such other business as may properly come before the meeting; provided, however, notwithstanding the foregoing, the annual meeting of the Board in any year shall not be called to order until after the annual meeting of the Voting Member in such year has been finally adjourned and the directors of the Corporation have been elected at such meeting of the Voting Member. The Board may provide by resolution the time and place, either within or without the Commonwealth of Kentucky, for the holding of regular meetings without other notice than such resolution; provided, however, the Board shall meet at least two times per year in addition to the annual meeting of the Board.

**4.6 Special Meetings.** Special meetings of the Board may be called by, or at the request of, the President or any two directors of the Corporation. All special meetings of the Board shall be held at the principal office of the Corporation or such other place as may be specified in the notice of the meeting.

**4.7 Participation in Meetings.** Unless otherwise provided by Kentucky law, the Board may permit any or all directors to participate in an annual, regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may simultaneously hear each other during the meeting including, but not limited to, conference telephone or similar communications equipment. A director participating in a meeting by this means shall be deemed to be present in person at the meeting.

**4.8 Notice of Meeting.** Notice of the date, time and place of any special meeting shall be given to the directors and the Voting Member at least two days prior thereto by written notice given in person or transmitted by United States mail, private delivery service or a form of electronic transmission including, but not limited to, electronic mail or facsimile. If mailed or sent by a private delivery service, such notice shall be deemed to be delivered when deposited in the United States mail or with the private delivery service, whichever is applicable, in a sealed envelope with postage prepaid. If notice is given by electronic transmission, such notice shall be deemed to be delivered when receipt of the electronic transmission is confirmed by commercially reasonable means for confirmation of receipt of electronic transmissions. Unless otherwise provided in these Bylaws or Kentucky law, the notice shall not be required to describe the purpose of the special meeting.

**4.9 Waiver of Notice.** A director may waive any notice required by the Articles, these Bylaws or Kentucky law before or after the date and time stated in the notice. The waiver shall be in writing, signed by the director entitled to the notice, and filed with the minutes or corporate records. A director's attendance at or participation in a meeting shall constitute a waiver of

notice of such meeting, unless the director at the beginning of the meeting, or promptly upon the director's arrival, objects to the holding of the meeting or transacting business at the meeting because the meeting is not lawfully called or convened.

**4.10 Quorum and Voting.** Unless the Articles require a greater or lesser number, a majority of the number of directors fixed by these Bylaws shall constitute a quorum of the Board; provided, however, that if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

**4.11 Manner of Acting.** The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board, unless otherwise required by the Articles or these Bylaws.

**4.12 Vacancy on Board.** If a vacancy occurs on the Board, including a vacancy resulting from an increase in the number of directors, such vacancy shall be filled by the Voting Member or, if there is no Voting Member, by the affirmative vote of the majority of the remaining directors though less than a quorum of the Board. A director elected to fill a vacancy shall be elected for the unexpired term of such director's predecessor in office.

**4.13 Compensation of Directors.** Directors shall receive no compensation for serving as a director; provided, however, the Board may determine to reimburse a director for reasonable expenses incurred in connection with serving as a director.

**4.14 Action by Written Consent.** Any action required or permitted to be taken by the Board at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors.

**4.15 Chairman and Vice Chairman of the Board.** The Board may appoint one of its members Chairman of the Board. The Chairman of the Board shall preside at all meetings of the Board. The Board may also appoint one of its members as Vice Chairman of the Board, and such individual shall serve in the absence of the Chairman and perform such additional duties as may be assigned to the Vice Chairman by the Board.

## ARTICLE 5

### Executive and Other Committees

**5.1 Executive Committee.** The Board by resolution adopted by the greater of a majority of all directors in office when the action is taken or the number of directors required to take action under Section 4.10 may create and appoint from among its members an Executive Committee consisting of two or more directors, to include the officers of the Board and committee chairs who shall serve at the pleasure of the Board.

**5.2 Authority of Executive Committee.** When the Board is not in session, the Executive Committee shall have and may exercise all of the authority of the Board, unless otherwise specified in the resolution appointing the Executive Committee. Neither the Executive Committee, nor any other committee created by the Board, shall have the authority to: (a)

amend, alter or repeal these Bylaws, (b) appoint or remove any member of the Executive Committee or any director or officer of the Corporation, (c) amend or restate the Articles, (d) adopt a plan of merger or consolidation with another corporation, (e) authorize the sale, lease, exchange or mortgage of all, or substantially all, of the property and assets of the Corporation, (f) authorize the voluntary dissolution of the Corporation or adopt a plan for the distribution of the assets of the Corporation or (g) amend, alter or repeal any resolution of the Board.

*(a) Tenure and Qualification.* Each member of the Executive Committee shall hold office until the next annual meeting of the Board following such member's designation and until such member's successor shall be duly designated and qualified.

*(b) Meetings.* Sections 4.5 through 4.9 (which address meetings, notice of meetings and waiver of notice) and Section 4.14 shall apply to the Executive Committee and its members as well.

*(c) Quorum and Voting.* A majority of the members of the Executive Committee shall constitute a quorum of the Executive Committee. If a quorum is present when a vote is taken, the affirmative vote of a majority of the members present shall be the act of the Executive Committee. A member who is present at a meeting of the Executive Committee when corporate action is taken shall be deemed to have assented to the action taken unless: (i) such member objects at the beginning of the meeting, or promptly upon such member's arrival, to holding it or transacting business at the meeting, (ii) such member's dissent or abstention from the action taken is entered in the minutes of the meeting or (iii) such member delivers written notice of the member's dissent or abstention to the presiding officer of the meeting before its adjournment or to the Corporation immediately after adjournment of the meeting. The right of dissent or abstention shall not be available to a director who votes in favor of the action taken.

*(d) Vacancies.* Any vacancy in the Executive Committee may be filled by a resolution adopted by the Board in accordance with Section 5.1.

*(e) Resignations and Removal.* Any member of the Executive Committee may be removed at any time, with or without cause, by resolution adopted by the Board in accordance with Section 5.1. Any member of the Executive Committee may resign from the Executive Committee at any time by giving written notice to the Board, and resignation shall be effective when the notice is delivered unless the notice specifies a later effective date.

**5.3 Other Committees.** The Board by resolution adopted by the greater of a majority of all directors in office when the action is taken or the number of directors required to take action under Section 4.10 may create and appoint from among its members such other committees, consisting of two or more directors, as from time to time it may consider necessary or appropriate to conduct the affairs of the Corporation. Each such committee shall have such power and authority as the Board may, from time to time, establish for it. The tenure and qualifications of the members of each committee, the time, place and organization of such committee's meetings, the notice required to call any such meeting, the number of members of each such committee that shall constitute a quorum, the affirmative vote of the committee members required effectively to take action at any meeting at which a quorum is present, the action that any such committee can take without a meeting, the method in which a vacancy

among the members of such committee can be filled and the procedures by which resignations and removals of members of such committee shall be acted upon or accomplished, shall be fixed by the resolution adopted by the Board relative to such matters, subject to the provisions of Kentucky law.

## ARTICLE 6

### Advisory Board

**6.1 Composition.** The Corporation shall have an Advisory Board, which shall consist of not more than 30 and not less than 10 individuals chosen from or recommended by Program Affiliates (as hereinafter defined). At least one member of the Board shall serve on the Advisory Board. The staff positions designated by the Corporation shall serve on the Advisory Board in an *ex officio* capacity. The Advisory Board shall attempt to maintain diverse members in terms of age, race, gender, geographic location and socio-economic status.

**6.2 Term.** The initial Advisory Board members shall serve for a term beginning on the date of the first meeting of the Advisory Board and ending as follows: (i) one-third of the initial Advisory Board members' terms shall end on the 31<sup>st</sup> of December in the year in which they were elected, (ii) one-third of the initial Advisory Board members' terms shall end on the 31<sup>st</sup> of December in the first full year following the year in which they were elected and (iii) the term of the remaining initial Advisory Board members shall end on the December 31<sup>st</sup> in the second full year following the year in which they were elected. Any Advisory Board members elected after the expiration of the shortest initial term shall hold office for a term of three years beginning on the 1<sup>st</sup> day of January after the election of such Advisory Board members.

**6.3 Removal.** Any Advisory Board member missing two consecutive meetings or failing to carry out such Advisory Board member's other responsibilities as a member of the Advisory Board shall be subject to removal by majority vote of the Advisory Board upon the recommendation of the Corporation's Nominating Committee, or the Board if there is no Nominating Committee.

**6.4 Vacancies.** Any vacancies on the Advisory Board may be filled by temporary appointment of the Nominating Committee, or the Board if there is no Nominating Committee, until the next election at which time the appointed member may apply to serve a full term on the Advisory Board.

**6.5 Meetings.** The Advisory Board shall meet at least two times a year. Dates and location of such meetings will be determined by the Advisory Board. The meeting agenda and copies of documents to be considered shall be mailed 10 days prior to the meeting date in person or transmitted by United States mail, private delivery service or a form of electronic transmission including, but not limited to, electronic mail or facsimile. If mailed or sent by a private delivery service, such notice shall be deemed to be delivered when deposited in the United States mail or with the private delivery service, whichever is applicable, in a sealed envelope with postage prepaid. If notice is given by electronic transmission, such notice shall be deemed to be delivered when receipt of the electronic transmission is confirmed by commercially reasonable

means for confirmation of receipt of electronic transmissions. Formal recommendations of the Advisory Board must have a simple majority vote.

**6.6 Voting.** The Advisory Board shall have only the specific voting rights set forth in these Bylaws.

**6.7 Role of the Advisory Board.** The Advisory Board shall propose ideas and suggestions to promote the overall functioning of National Safe Place throughout the United States. Recommendations of the Advisory Board shall be submitted for consideration to the Board of Directors. The Advisory Board shall, among other things:

- (i) Propose long range goals;
- (ii) Provide advice and assistance regarding national marketing strategies;
- (iii) Recommend potential national corporate sponsors;
- (iv) Study the needs of the geographic areas represented;
- (v) Review membership issues annually; and
- (vi) Perform any other activities approved by the Board.

**6.8 Committees of the Advisory Board.** Committees, both standing and *ad hoc*, may be formed to assume responsibilities within a specific area of need. Each Advisory Board member is expected to serve on at least one committee. Standing committees shall include Public Relations, Program Enhancement, Advocacy, Nominating and Partnerships. The purpose of these committees shall be to assist the Advisory Board in carrying out its responsibilities. Committee chairs will be designated annually by the Advisory Board Chair in consultation with the President/CEO of the Corporation.

**6.9 Advisory Board Officers.** The Advisory Board may elect such officers as it determines from time to time by a majority vote of the Advisory Board members in attendance at the last meeting of the year; provided, however, the Advisory Board shall elect a Chair and a Chair Elect. Officers shall serve a two-year term with the exception of the Chair Elect who shall serve a one-year term in preparation for assuming the position of Advisory Board Chair. The outgoing Chair shall serve an additional year as Chair Emeritus. The Chair of the Advisory Board shall serve as a director with full voting rights. Officers of the Advisory Board shall not be considered, and shall have no authority as officers of the Corporation as described in Article 6.

## ARTICLE 7

### Officers

**7.1 Required Officers.** The Corporation shall have the officers described in these Bylaws or appointed by the Board in accordance with these Bylaws; provided, however, that



officers elected by the Advisory Board shall not be considered, and shall have no authority as officers of the Corporation. A duly appointed officer may appoint one or more officers or assistant officers if authorized by the Board. The same individual may simultaneously hold more than one office in the Corporation. Section 7.9 delegates to the Secretary, if such office be created and filled, the required responsibility of preparing minutes of the directors' meetings and for authenticating records of the Corporation. If such office shall not be created and filled, then the Board shall delegate to one of the officers of the Corporation such responsibility.

**7.2 Appointment and Term of Office.** The officers of the Corporation shall be elected by the Board at the first, and thereafter at each annual, meeting of the Board. If the appointment of officers shall not be made at any such meeting, such appointment shall be made as soon thereafter as is practicable. Vacancies may be filled or new offices created and filled at any meeting of the Board. Each officer shall hold office until such officer's successor shall be duly elected or until such officer's death or until such officer shall resign or shall have been removed in the manner hereinafter provided.

**7.3 Removal and Resignations of Officers.** The Board may remove any officer at any time with or without cause; provided, however, the CEO (as hereinafter defined) may only be removed upon the vote of two-thirds of the Board and the consent of the CEO of the Voting Member. An officer of the Corporation may resign at any time by delivering written notice to the Board. A resignation shall be effective when the notice is delivered unless the notice specifies a later effective date.

**7.4 Contract Rights of Officers.** Appointment of an officer or agent shall not of itself create contract rights. An officer's removal shall not affect the officer's contract rights, if any, with the Corporation. An officer's resignation shall not affect the Corporation's contract rights, if any, with the officer.

**7.5 Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board for the unexpired portion of the term.

**7.6 Chairman of the Board.** The Board shall appoint from its members a Chairman of the Board, who shall also be the Chief Volunteer Officer and preside at all meetings of the Board.

**7.7 President/CEO.** The President, if that office be created and filled, shall be the chief executive officer of the Corporation ("CEO"). The CEO may sign any deeds, mortgages, bonds, contracts or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these Bylaws to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed. The CEO shall, in general, perform all duties incident to the office of CEO and such other duties as may be prescribed by the Board from time to time. Unless otherwise ordered by the Board, the CEO shall have full power and authority on behalf of the Corporation to attend, act and vote at any meeting of members or shareholders of any corporation in which the Corporation may hold membership or stock, and at any such meeting shall hold and may exercise all rights incident to membership or the ownership of such stock

which the Corporation, as member or owner, would have had and exercised if present. The Board may confer like powers on any other person or persons.

**7.8 Treasurer.** The Treasurer, if that office be created and filled, shall (a) have charge and custody of, and be responsible for, all funds and securities of the Corporation, (b) receive and give receipts for monies due and payable to the Corporation from any source whatsoever, and deposit all such monies in the name of the Corporation in such banks, trust companies and other depositories as shall be selected in accordance with the provisions of Section 9.4 and (c) in general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the Chairman of the Board, President or the Board. If required by the Board, the Treasurer shall give a bond for the faithful discharge of such officer's duties (which may, but need not be, paid by the Corporation) in such sum and with such surety or sureties as the Board shall determine.

**7.9 Secretary.** The Secretary, if that office be created and filled, shall (a) keep the minutes of the meetings of the Board in one or more books provided for that purpose, (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law, (c) be custodian of the corporate records and of the seal, if any, of the Corporation, (d) be responsible for authenticating records of the Corporation, (e) keep a register of the mailing address of each Member and director and (f) in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the Chairman of the Board, the President or the Board.

**7.10 Compensation.** The compensation, if any, of the officers of the Corporation shall be fixed from time to time by the Board of Directors and in the case of the CEO, the consent of the CEO of the Voting Member shall also be required, and no officer shall be prevented from receiving such compensation by reason of the fact that such officer is also a director of the Corporation; provided, however, that if any compensation is paid to any officer of the Corporation, the amount of such compensation shall not exceed such amount as is reasonable under all of the facts and circumstances.

## ARTICLE 8

### Program Affiliates

**8.1 Qualification.** Any organization that operates a licensed or state-approved shelter or host home for at-risk youths, and executes a licensing agreement with the Corporation is eligible for National Safe Place membership. Organizations admitted to membership in National Safe Place are hereinafter referred to as "Program Affiliates."

**8.2 Admission to Membership.** The Board shall prescribe the form and manner in which application to become a Program Affiliate may be made. Upon receipt of an application by an eligible organization, the CEO shall initiate the admission process as prescribed by the Board.

**8.3 Property Rights.** No Program Affiliate shall have any right, title or interest in any of the property or assets of the Corporation and shall have only the voting rights specifically set forth in these Bylaws.

**8.4 Liability of Members.** No Program Affiliate shall be liable for any debts, liabilities or obligations of the Corporation, nor shall any Program Affiliate be subject to any assessment, other than the Program Affiliate membership fees or dues prescribed by the Board.

**8.5 Transfer, Termination and Reinstatement.** A Program Affiliate's rights as such are nontransferable. A Program Affiliate's affiliation with the Corporation shall terminate on the resignation or dissolution of the Program Affiliate or the failure of the Program Affiliate to comply with the licensing agreement. Any Program Affiliate whose membership has been terminated may apply for reinstatement under then current Program Affiliate guidelines.

**8.6 Membership Dues.** Program Affiliate dues are established upon the direction of the Board based on recommendations of the Advisory Board. Annual Program Affiliate dues are payable by the date determined by the Board. Requests for extensions and/or submission of an appeal may be filed in accordance with the form and manner prescribed by the Board. Outstanding dues or failure to meet established program standards may result in revocation of a Program Affiliate's affiliation with the Corporation.

## ARTICLE 9

### Corporate Actions

**9.1 Contracts.** The Board may authorize any officer or agent to enter into any contract and execute and deliver any instruments in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances.

**9.2 Corporate Loans.** No loans shall be contracted on behalf of the Corporation, and no evidences of indebtedness shall be issued in the Corporation's name, unless authorized by a resolution of the Board and written consent of the Voting Member. Such authority may be general or confined to specific instances.

**9.3 Checks, Drafts, Etc.** All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or agent of the Corporation and in such manner as shall, from time to time, be determined by resolution of the Board.

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

**9.5 Asset Transfers and Merger.** The Corporation shall not transfer all, or substantially all, of its assets or merge the Corporation without the written consent of the Voting Member.

## ARTICLE 10

### Emergency Bylaws

**10.1 Adoption of Emergency Bylaws.** The provisions of Section 10.2 shall be operative during any emergency. An emergency shall exist for purposes of Section 10.2 if a quorum of the

Board cannot readily be assembled because of some catastrophic event. All provisions of these Bylaws provided elsewhere herein which are consistent with the Emergency Bylaws shall remain effective during the emergency. The Emergency Bylaws shall not be effective after the emergency ends.

### **10.2 Provisions of Emergency Bylaws.**

**(a) Call of Meeting.** A meeting of the Board may be called by any officer or director of the Corporation. Notice of the time and place of the meeting shall be given by the person calling the meeting to such of the directors as it may be feasible to reach by any available means of communication. Such notice shall be given at such time in advance of the meeting as circumstances permit in the judgment of the person calling the meeting.

**(b) Quorum.** The director or directors in attendance at the meeting, as the case may be, shall constitute a quorum.

**(c) Lines of Succession.** The Board or the Voting Member, either before or during any such emergency, may provide, and from time to time modify, lines of succession in the event that during such an emergency, any or all directors, officers, employees or agents of the Corporation shall, for any reason, be rendered incapable of discharging their duties.

**(d) Change in Principal Office.** The Board or the Voting Member, either before or during any such emergency, may, effective in the emergency, change the principal office or designate several alternative principal offices or regional offices, or authorize the officers to do so.

**(e) Liability of Officers and Directors.** All corporate action taken in good faith in accordance with these Emergency Bylaws shall bind the Corporation. No officer, director or employee acting in accordance with these Emergency Bylaws shall be liable for such action, except for bad faith.

**10.3 Changes in Emergency Bylaws.** These Emergency Bylaws shall be subject to repeal or change by further action of the Board, but no such repeal or change shall modify the provisions of Section 10.2 with regard to action taken prior to the time of such repeal or change.

## **ARTICLE 11**

### **Miscellaneous**

**11.1 Fiscal Year.** The Board shall have the power to fix, and from time to time change, the fiscal year of the Corporation.

**11.2 Waiver of Notice.** Whenever any notice is required to be given under the provisions of these Bylaws, the Articles or Kentucky law, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

**11.3 Construction.** Unless the context specifically requires otherwise, any reference in these Bylaws to any gender shall include all other genders, any reference to the singular shall include the plural and any reference to the plural shall include the singular.

**11.4 Limitations.** Notwithstanding any other provision hereof, including, but not limited to, any provision of any Emergency Bylaws, the Corporation shall take no action contrary to the provisions of ARTICLE II of the Articles, and if at any time the Corporation is a private foundation or private operating foundation as such terms are defined in the Internal Revenue Code of 1986, as amended ("Code"), then the Corporation shall only act as permitted under the Code without subjecting the Corporation to additional taxes imposed under Subchapter A, Chapter 42, Subtitle D of the Code.

**11.5 Severability of Provisions.** Except as may conflict with the provisions of ARTICLE II of the Articles, if any provision of these Bylaws, or its application to any person or circumstances, is held invalid or unenforceable by a court of competent jurisdiction, the remainder of these Bylaws, or the application of such provisions to persons or circumstances other than those to which it was held to be invalid or unenforceable, shall not be affected thereby, and to this extent, the provisions of these Bylaws are severable.

The above Bylaws of the Corporation were  
adopted by the Board effective as of  
March 7, 2006

  
\_\_\_\_\_  
Debi Friggel, Secretary

LBX-090413

**NATIONAL SAFE PLACE, INC.**

**FINANCIAL STATEMENTS**

**Years Ended December 31, 2013 and 2012**

## **Table of Contents**

	Page
<b>Independent Auditors' Report</b>	1 and 2
<b>Financial Statements</b>	
Statements of financial position	3
Statements of activities	4
Statements of functional expenses	5
Statements of cash flows	6
Notes to financial statements	7–15



## Independent Auditors' Report

To the Board of Directors  
National Safe Place, Inc.  
Louisville, Kentucky

We have audited the accompanying financial statements of National Safe Place, Inc., (a not-for profit organization) which comprise the statements of financial position as of December 31, 2013 and 2012, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

### **Managements' Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of National Safe Place, Inc. as of December 31, 2013 and 2012, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

*Deming, Malone, Liscany & Petroff*

Louisville, Kentucky  
May 19, 2014

**NATIONAL SAFE PLACE, INC.**

**STATEMENTS OF FINANCIAL POSITION**

December 31, 2013 and 2012

<b>Assets</b>	2013	2012
Cash and cash equivalents		\$ 55,743
Grants receivable	\$ 307,853	226,324
Interest receivable	2,772	1,504
Pledges receivable, net	52,007	41,519
Prepaid expenses	8,334	23,819
Inventory	21,964	56,812
Certificates of deposit	300,000	300,000
Property and equipment, net	43,319	8,515
<b>Total assets</b>	<b>\$ 736,249</b>	<b>\$ 714,236</b>
<b>Liabilities and Net Assets</b>		
Accounts payable	\$ 63,674	\$ 179,064
Due to YMCA	126,251	75,603
<b>Total liabilities</b>	<b>189,925</b>	<b>254,667</b>
<b>Net Assets</b>		
<b>Unrestricted</b>		
Board designated reserves	390,370	346,981
Undesignated	145,112	112,588
	535,482	459,569
Temporarily restricted	10,842	
<b>Total net assets</b>	<b>546,324</b>	<b>459,569</b>
<b>Total liabilities and net assets</b>	<b>\$ 736,249</b>	<b>\$ 714,236</b>

See Notes to Financial Statements.

**NATIONAL SAFE PLACE, INC.**

**STATEMENTS OF ACTIVITIES**  
Years Ended December 31, 2013 and 2012

	2013		
	Unrestricted	Temporarily Restricted	Total
<b>Public Support, Revenues and Gains</b>			
Public support:			
Contributions and grants	\$ 436,340	\$ 10,842	\$ 447,182
In-kind donations	146,340		146,340
Government grants	1,280,189		1,280,189
<b>Total public support</b>	<u>1,862,869</u>	<u>10,842</u>	<u>1,873,711</u>
Revenues and gains:			
Membership dues	135,684		135,684
Programs	3,785		3,785
Program materials sales	53,080		53,080
Miscellaneous	468		468
Interest income	2,280		2,280
<b>Total revenues and gains</b>	<u>195,297</u>		<u>195,297</u>
Net assets released from restriction			
<b>Total public support, revenues, and gains</b>	<u>2,058,166</u>	<u>10,842</u>	<u>2,069,008</u>
<b>Expenses</b>			
Program services	1,602,412		1,602,412
Management and general	359,778		359,778
Fund-raising	101,920		101,920
<b>Total expenses</b>	<u>2,064,110</u>		<u>2,064,110</u>
<b>Changes in net assets before changes related to acquisition of Youth and Family Services Network, Inc.</b>	<b>(5,944)</b>	<b>10,842</b>	<b>4,898</b>
Excess of assets acquired over liabilities assumed in the acquisition of Youth and Family Services Network, Inc.	81,857		81,857
<b>Increase (decrease) in total net assets</b>	<b>75,913</b>	<b>10,842</b>	<b>86,755</b>
Net assets at beginning of year	459,569		459,569
Net assets at end of year	<u>\$ 535,482</u>	<u>\$ 10,842</u>	<u>\$ 546,324</u>

See Notes to Financial Statements.

2012		
Unrestricted	Temporarily Restricted	Total
\$ 388,042		\$ 388,042
<u>410,557</u>		<u>410,557</u>
<u>798,599</u>		<u>798,599</u>
115,751		115,751
81,156		81,156
46,442		46,442
<u>2,327</u>		<u>2,327</u>
<u>245,676</u>		<u>245,676</u>
<u>47,000</u>	\$ (47,000)	
<u>1,091,275</u>	<u>(47,000)</u>	<u>1,044,275</u>
975,423		975,423
118,900		118,900
<u>67,310</u>		<u>67,310</u>
<u>1,161,633</u>		<u>1,161,633</u>
(70,358)	(47,000)	(117,358)
(70,358)	(47,000)	(117,358)
<u>529,927</u>	<u>47,000</u>	<u>576,927</u>
<u>\$ 459,569</u>	<u>\$</u>	<u>\$ 459,569</u>

**NATIONAL SAFE PLACE, INC.**

**STATEMENTS OF FUNCTIONAL EXPENSES**

Years Ended December 31, 2013 and 2012

	2013			
	Program Services	Management and General	Fund- Raising	Total
Professional fees and contract services	\$ 871,774	\$ 338,867	\$ 81,880	\$ 1,292,521
Supplies	47,729	2,763	3,684	54,176
Telephone	11,200	910	1,214	13,324
Postage	5,360	173	346	5,879
Occupancy	58,281	6,640	8,853	73,774
Equipment rental and maintenance	976	111	148	1,235
Printing and promotion	122,683			122,683
Travel and employee expenses	84,719			84,719
Conferences, conventions and meetings	213,901	4,201	5,255	223,357
Conference stipends	145,398			145,398
Membership dues	1,341	5,613		6,954
Insurance	3,555	405	540	4,500
Miscellaneous	19,107	95		19,202
Depreciation and amortization expense	16,388			16,388
<b>Total functional expenses</b>	<b>\$ 1,602,412</b>	<b>\$ 359,778</b>	<b>\$ 101,920</b>	<b>\$ 2,064,110</b>

See Notes to Financial Statements.

2012

<u>Program Services</u>	<u>Management and General</u>	<u>Fund- Raising</u>	<u>Total</u>
\$ 476,622	\$ 105,531	\$ 58,148	\$ 640,301
19,779	1,444	1,926	23,149
8,549	788	1,050	10,387
5,696	347	695	6,738
23,111	2,633	3,511	29,255
2,426	276	369	3,071
77,950			77,950
65,491			65,491
182,768	3,038	1,131	186,937
106,552			106,552
1,372	4,407		5,779
3,160	360	480	4,000
1,802	76		1,878
145			145
<u>\$ 975,423</u>	<u>\$ 118,900</u>	<u>\$ 67,310</u>	<u>\$ 1,161,633</u>

**NATIONAL SAFE PLACE, INC.**  
**STATEMENTS OF CASH FLOWS**  
Years Ended December 31, 2013 and 2012

	2013	2012
<b>Cash Flows from Operating Activities</b>		
Cash received from contributions and grants	\$ 1,781,694	\$ 577,756
Cash received from memberships and services	193,017	243,349
Cash paid to suppliers and employees	(2,062,132)	(1,044,401)
Interest received	1,012	5,360
<b>Net cash used in operating activities</b>	<b>(86,409)</b>	<b>(217,936)</b>
<b>Cash Flows from Investing Activities</b>		
Purchase of equipment	(51,191)	(8,660)
Cash received through acquisition of Youth and Family Services Network, Inc.	81,857	
Proceeds from certificates of deposit		6,659
<b>Net cash provided by (used in) investing activities</b>	<b>30,666</b>	<b>(2,001)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(55,743)</b>	<b>(219,937)</b>
Cash and cash equivalents at beginning of year	<b>55,743</b>	<b>275,680</b>
Cash and cash equivalents at end of year	<b>\$</b>	<b>\$ 55,743</b>
<b>Reconciliation of Increase (Decrease) in Total Net Assets to Net Cash Used In Operating Activities</b>		
<b>Increase (decrease) in total net assets</b>	<b>\$ 86,755</b>	<b>\$ (117,358)</b>
Adjustments to reconcile increase (decrease) in total net assets to net cash used in operating activities:		
Depreciation and amortization expense	16,388	145
Provision for pledge discounts	(1,446)	3,481
Provision for pledge allowance	2,251	
Cash received through acquisition of Youth and Family Services Network, Inc.	(81,857)	
Changes in assets and liabilities:		
(Increase) decrease in:		
Grants receivable	(81,529)	(179,324)
Interest receivable	(1,268)	3,033
Pledges receivable	(11,294)	(45,000)
Prepaid expenses	15,485	(23,819)
Inventory	34,848	(46,100)
Increase (decrease) in:		
Accounts payable	(115,390)	168,857
Due to YMCA	50,648	18,149
<b>Total adjustments</b>	<b>(173,164)</b>	<b>(100,578)</b>
<b>Net cash used in operating activities</b>	<b>\$ (86,409)</b>	<b>\$ (217,936)</b>

See Notes to Financial Statements.

**NATIONAL SAFE PLACE, INC.**

**NOTES TO FINANCIAL STATEMENTS**

**Note 1. Nature of Operations and Summary of Significant Accounting Policies**

**Nature of operations:**

National Safe Place, Inc. is a wholly owned subsidiary of the YMCA of Greater Louisville, Inc. (YMCA). National Safe Place, Inc. seeks to provide communities with the network to provide immediate access by teens experiencing crisis or finding themselves “on the street”, to services that offer them immediate care for basic needs, counseling and safety. By doing this, teens are often prevented from committing crimes, entering the justice system, or being in life-threatening situations. This generally also results in significant savings of public dollars required by more expensive interventions.

Primary activities include promotional efforts to help shelters seek local businesses to serve as a Safe Place location and as sponsors of the program, training of those business employees as volunteers in the Safe Place program, training shelter staff in understanding best practices in communicating the availability of the concept to teens both in and out of school systems, providing support services to shelters in expanding the local knowledge of the shelter services provided and helping secure accessibility to shelters by teens in crisis.

National Safe Place has also undertaken the activity of providing training and technical assistance, through funding from a federal grant, to all federally funded runaway and homeless youth service programs across the United States and its territories. This training is in the form of national grantee meetings, technical assistance clinics, one day trainings, web based training and on-site training visits.

**Summary of significant accounting policies:**

This summary of significant accounting policies of National Safe Place, Inc. is presented to assist in understanding National Safe Place, Inc.'s financial statements. The financial statements and notes are the representations of National Safe Place, Inc.'s management who is responsible for the integrity and objectivity of the financial statements. These accounting policies conform to accounting principles generally accepted in the United States of America and have been consistently applied in the preparation of the financial statements.



## NOTES TO FINANCIAL STATEMENTS

### **Basis of presentation:**

The accompanying financial statements have been prepared on the accrual basis in accordance with accounting principles generally accepted in the United States of America. National Safe Place, Inc. reports in accordance with the American Institute of Certified Public Accountants' Industry Audit and Accounting Guide for Not-for-Profit Organizations.

### **Use of estimates:**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### **Cash and cash equivalents:**

For purposes of the statement of cash flows, National Safe Place, Inc. considers undesignated cash and investments with original maturities of three months or less, to be cash and cash equivalents.

### **Inventories:**

Inventories of merchandise are stated at the lower of cost or market. Cost is determined by the first-in, first-out (FIFO) method.

### **Promises to give:**

Contributions are recognized when the donor makes an unconditional promise to give to National Safe Place, Inc. A contribution that is restricted by the donor is reported as an increase in unrestricted net assets if the restriction expires in the fiscal year in which the entire contribution is received. All other donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions.

## NOTES TO FINANCIAL STATEMENTS

### **Property and equipment:**

Property and equipment is stated at cost, or in the case of donated property and equipment, at fair value at the time received. National Safe Place, Inc. policy is to capitalize expenditure greater than \$5,000 with an estimated life greater than one year. Depreciation and amortization is recorded on a straight-line method over the estimated useful life of 3 – 5 years.

### **Advertising and promotion:**

Advertising and promotion costs are expensed as incurred. Advertising and promotion costs for 2013 and 2012 were \$122,683 and \$77,950, respectively.

### **Designation of unrestricted net assets:**

It is the policy of the Board of Directors of the Organization to designate appropriate sums of unrestricted net assets for future maintenance and operations.

### **Donations other than cash:**

Donations other than cash are recorded at their fair market value as of the date of donation. Donated services must meet the specific expertise requirements and would normally have been purchased before they are recorded. Donations of long-lived assets with explicit restrictions that specify how the assets are to be used and donations of cash or other assets that must be used to acquire long-lived assets are reported as temporarily restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, National Safe Place, Inc. reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service.

Donated services are measured at their fair values as determined by management. During the year ended December 31, 2013, the value of contributed services meeting the requirements for recognition totaled \$118,155 and was recorded as a program expense, most of which consists of marketing and consulting services.

## NOTES TO FINANCIAL STATEMENTS

### **Income tax status:**

The Organization is exempt from federal, state and local income taxes as a not-for-profit corporation as described under Internal Revenue Code Section 501(c)(3). The Organization files an informational tax return in the U.S. federal jurisdiction and with the Kentucky Office of the Attorney General. However, income from certain activities not directly related to the Organization's tax-exempt purpose is subject to taxation as unrelated business income.

As of December 31, 2013 and 2012, the Organization did not have any accrued interest or penalties related to income tax liabilities, and no interest or penalties have been charged to operations for the years then ended. Tax years ending on or after December 31, 2010, remain subject to IRS review and change. Tax years still open under state statute of limitations remain subject to review and change.

### **Subsequent event:**

Subsequent events have been evaluated through May 19, 2014, which is the date the financial statements were available to be issued.

### **Note 2. Certificates of Deposit**

National Safe Place, Inc.'s investments consist of six certificates of deposit, with financial institutions located in Kentucky, with original maturities greater than three months. The interest rates on the certificates of deposit range from 0.50% to 0.85% and maturity dates range from January 2014 to March 2015.

## NOTES TO FINANCIAL STATEMENTS

### Note 3. Grants Receivable and Public Support Revenues

Grants receivable and public support revenues consist of the following as of December 31, 2013 and 2012:

	2013		2012	
	<u>Receivable</u>	<u>Revenue</u>	<u>Receivable</u>	<u>Revenue</u>
Federal grants	\$307,853	\$1,280,189	\$221,324	\$410,557
CSX Corporation		249,000		200,000
Gheens Foundation		50,000		15,000
Tulsa Community Foundation		75,000		75,000
Sprint Foundation		30,000		
Southwest Airlines				15,000
In-kind revenues		146,340		
Other		43,182	5,000	83,042
	<u>\$307,853</u>	<u>\$1,873,711</u>	<u>\$226,324</u>	<u>\$798,599</u>

### Note 4. Pledges Receivable

National Safe Place, Inc. received unconditional pledges to be used for operations. The pledges receivable after one year from date of the pledges were discounted using an interest rate of four percent. The pledges receivable as of December 31, 2013 and 2012 were as follows:

	<u>2013</u>	<u>2012</u>
Due less than one year	\$36,293	\$15,000
Due one to five years	<u>20,000</u>	<u>30,000</u>
	56,293	45,000
Less allowance for doubtful accounts	(2,251)	
Less discount to net present value	<u>(2,035)</u>	<u>(3,481)</u>
Net unconditional promises to give	<u>\$52,007</u>	<u>\$41,519</u>

## NOTES TO FINANCIAL STATEMENTS

### Note 5. Property and Equipment, Net

A summary of property and equipment and accumulated depreciation and amortization at December 31, 2013 and 2012 is as follows:

	<u>2013</u>	<u>2012</u>
Leasehold improvement	\$ 8,660	\$ 8,660
Furniture and equipment	7,105	
Software	38,891	38,891
Website	<u>44,086</u>	
	98,742	<u>47,551</u>
Less accumulated depreciation and amortization	<u>(55,423)</u>	<u>(39,036)</u>
	<u>\$ 43,319</u>	<u>\$ 8,515</u>

### Note 6. Changes in Temporarily Restricted Net Assets

<u>Program</u>	<u>Balance</u> <u>12/31/11</u>	<u>Releases</u>	<u>Balance</u> <u>12/31/12</u>	<u>Contributions</u>	<u>Releases</u>	<u>Balance</u> <u>12/31/13</u>
Heroes	\$47,000	\$(47,000)				
Annual giving campaign	_____	_____	_____	\$10,842	_____	\$10,842
	<u>\$47,000</u>	<u>\$(47,000)</u>	<u>\$ _____</u>	<u>\$10,842</u>	<u>\$ _____</u>	<u>\$10,842</u>

### Note 7. Related Party Transactions

The YMCA of Greater Louisville, Inc. (YMCA) is considered a related party due to its majority voting interest in National Safe Place, Inc.

National Safe Place, Inc. entered into a contract service agreement with the YMCA whereby certain employees of the YMCA provide full-time management and administrative services to National Safe Place, Inc. National Safe Place, Inc. reimburses the YMCA for the salaries, related personnel expenses and management fees incurred under this agreement. Total expenses incurred under this contract for the years ended December 31, 2013 and 2012 were as follows:

## NOTES TO FINANCIAL STATEMENTS

	<u>2013</u>	<u>2012</u>
Salary expense	\$ 646,572	\$365,738
Management fees	236,500	40,000
Health insurance	73,789	17,180
Retirement expense	42,378	32,114
Payroll taxes	47,713	27,072
Unemployment and other	<u>13,204</u>	<u>11,234</u>
	<u>\$1,060,156</u>	<u>\$493,338</u>

For the years ended December 31, 2013 and 2012 National Safe Place, Inc. had a liability to the YMCA of \$126,251 and \$75,603 for contract services, respectively.

National Safe Place, Inc. had entered into a verbal month to month rental agreement with the YMCA for office space for \$1,500 per month. Total rent expense for the year ended December 31, 2012 was \$18,000 and was included in occupancy expense. In December 2012 National Safe Place, Inc. entered into a new lease for their office space with an unrelated third party. No related party rent expense was incurred during 2013.

### **Note 8. Trademark Licensing Agreement**

The Safe Place logo is trademarked and owned by the YMCA. The Licensing Agreement is renewable in three year terms until either the YMCA or National Safe Place, Inc. provide a thirty day written notice to terminate. Effective March 12, 2012 the licensing agreement was renewed. The agreement is terminable at the time agreed upon by both the YMCA and National Safe Place, Inc. or upon 30 day written notice by the YMCA. All modifications or use of the logo is subject to the approval of the YMCA.

### **Note 9. Operating Lease**

In December 2012, National Safe Place, Inc. committed to a five year lease, with monthly payments of \$5,000, with BJ Real Estate, LLC for a building located at 2429 Crittenden Drive Louisville, Kentucky. The YMCA has a verbal agreement with National Safe Place to pay directly to BJ Real Estate, LLC \$1,667 per month for space used for the YMCA call center. Total lease expense paid by National Safe Place for the year ended December 31, 2013 was \$51,000.

## NOTES TO FINANCIAL STATEMENTS

Following is the future minimum operating lease payments pertaining to the lease described above:

December 31, 2014	\$60,000
2015	60,000
2016	60,000
2017	55,000

### **Note 10. Commitments and Contingencies**

National Safe Place entered into a three year contract with Workflowone, LLC in June 2012. Workflowone, LLC will provide certain print and promotional products, product management and customer communication solutions and related services to National Safe Place and its members. Workflowone, LLC will also provide a secure website for sales of National Safe Place Products and the storage and distribution of all inventory items. Workflowone, LLC will invoice National Safe Place for any products for which National Safe Place has not previously paid that has been in the distribution center for longer than twelve months. National Safe Place estimates that \$100,000 will be expended each year relating to these contract services and products.

### **Note 11. Long-Term Federal Grant for Runaway and Homeless Youth Program**

National Safe Place, Inc. was awarded a grant from the U.S. Department of Health and Human Services in October 2012 for approximately \$10.5 million to conduct the Runaway and Homeless Youth Training and Technical Assistance Center program. The grant will be payable to the Organization over a five year period of up to \$2.1 million per year. As part of the grant agreement National Safe Place, Inc. is required to provide 10% per year in non-federal matching contributions to the program. Grant revenues recognized in the statement of activities for the years ended December 31, 2013 and 2012 were \$1,280,189 and 396,137, respectively.

## NOTES TO FINANCIAL STATEMENTS

### **Note 12. Concentration of Cash**

The National Safe Place, Inc. maintains cash balances at several financial institutions located in the Louisville, Kentucky area. Accounts at each institution are insured by the Federal Deposit Insurance Corporation up to \$250,000. At December 31, 2013, the National Safe Place, Inc.'s uninsured cash balances totaled approximately \$50,000. Cash balances fluctuate based upon operating needs and the timing of deposit and check clearing activity. Management believes that these financial institutions are of sufficient size to provide financial security of uninsured balances and does not believe the Organization is exposed to any significant credit risk.

### **Note 13. Acquisition of Youth and Family Services Network, Inc.**

National Safe Place, Inc. acquired Youth and Family Services Network, Inc., in June 2013. Youth and Family Services Network, Inc. is a 501(c)(3) organization based in Florida that offers training and technical assistance to its youth and family service member organizations. Through this acquisition, National Safe Place, Inc. seeks to further its mission by increasing their services to members and licensed Safe Place organizations. As part of the acquisition, National Safe Place, Inc. received \$81,857 in cash from Youth and Family Services Network, Inc. National Safe Place, Inc. incurred \$10,213 in acquisition related costs, which is included in management and general professional fees in the Organization's statement of activities for the year ended December 31, 2013.



Form **990**

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

OMB No. 1545-0047

**2013**

Department of the Treasury  
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.

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

Open to Public Inspection

**A** For the 2013 calendar year, or tax year beginning and ending

<b>B</b> Check if applicable:	<b>C</b> Name of organization <b>NATIONAL SAFE PLACE, INC.</b>	<b>D</b> Employer identification number <b>20-4343628</b>
<input type="checkbox"/> Address change	Doing Business As	<b>E</b> Telephone number <b>502-635-3660</b>
<input type="checkbox"/> Name change	Number and street (or P.O. box if mail is not delivered to street address) Room/suite <b>2429 CRITTENDEN DRIVE</b>	
<input type="checkbox"/> Initial return	City or town, state or province, country, and ZIP or foreign postal code <b>LOUISVILLE, KY 40217</b>	<b>G</b> Gross receipts \$ <b>2,004,523.</b>
<input type="checkbox"/> Terminated	<b>F</b> Name and address of principal officer: <b>MS. LAURIE JACKSON</b> <b>SAME AS C ABOVE</b>	<b>H(a)</b> Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<input type="checkbox"/> Amended return		<b>H(b)</b> Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No
<input type="checkbox"/> Application pending	<b>I</b> Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	<b>H(c)</b> Group exemption number ▶
<b>J</b> Website: ▶ <b>WWW.NATIONALSAFEPLACE.ORG</b>		
<b>K</b> Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		<b>L</b> Year of formation: <b>2006</b> <b>M</b> State of legal domicile: <b>KY</b>

Part I Summary				
	<b>1</b>	Briefly describe the organization's mission or most significant activities: <b>NATIONAL SAFE PLACE OFFERS SUPPORT TO AFFILIATE LICENSED SAFE PLACE AGENCIES SO THEY CAN</b>		
Activities & Governance	<b>2</b>	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	<b>3</b>	Number of voting members of the governing body (Part VI, line 1a)	<b>3</b> <b>1</b>	
	<b>4</b>	Number of independent voting members of the governing body (Part VI, line 1b)	<b>4</b> <b>0</b>	
	<b>5</b>	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	<b>5</b> <b>0</b>	
	<b>6</b>	Total number of volunteers (estimate if necessary)	<b>6</b> <b>45</b>	
	<b>7a</b>	Total unrelated business revenue from Part VIII, column (C), line 12	<b>7a</b> <b>0.</b>	
	<b>7b</b>	Net unrelated business taxable income from Form 990-T, line 34	<b>7b</b> <b>0.</b>	
Revenue	<b>8</b>	Contributions and grants (Part VIII, line 1h)	Prior Year: <b>798,599.</b> Current Year: <b>1,809,226.</b>	
	<b>9</b>	Program service revenue (Part VIII, line 2g)	Prior Year: <b>196,907.</b> Current Year: <b>139,469.</b>	
	<b>10</b>	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	Prior Year: <b>2,327.</b> Current Year: <b>2,280.</b>	
	<b>11</b>	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	Prior Year: <b>-10,758.</b> Current Year: <b>16,419.</b>	
	<b>12</b>	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	Prior Year: <b>987,075.</b> Current Year: <b>1,967,394.</b>	
	Expenses	<b>13</b>	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	Prior Year: <b>25,000.</b> Current Year: <b>0.</b>
		<b>14</b>	Benefits paid to or for members (Part IX, column (A), line 4)	Prior Year: <b>0.</b> Current Year: <b>0.</b>
<b>15</b>		Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	Prior Year: <b>0.</b> Current Year: <b>0.</b>	
<b>16a</b>		Professional fundraising fees (Part IX, column (A), line 11e)	Prior Year: <b>0.</b> Current Year: <b>0.</b>	
<b>16b</b>		Total fundraising expenses (Part IX, column (D), line 25) ▶ <b>101,920.</b>		
<b>17</b>		Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	Prior Year: <b>1,079,433.</b> Current Year: <b>2,026,979.</b>	
<b>18</b>		Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	Prior Year: <b>1,104,433.</b> Current Year: <b>2,026,979.</b>	
Net Assets or Fund Balances	<b>19</b>	Revenue less expenses. Subtract line 18 from line 12	Prior Year: <b>-117,358.</b> Current Year: <b>-59,585.</b>	
	<b>20</b>	Total assets (Part X, line 16)	Beginning of Current Year: <b>714,236.</b> End of Year: <b>736,249.</b>	
	<b>21</b>	Total liabilities (Part X, line 26)	Beginning of Current Year: <b>254,667.</b> End of Year: <b>189,925.</b>	
	<b>22</b>	Net assets or fund balances. Subtract line 21 from line 20	Beginning of Current Year: <b>459,569.</b> End of Year: <b>546,324.</b>	

**Part II Signature Block**

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

<b>Sign Here</b>	Signature of officer <b>MS. LAURIE JACKSON, EXECUTIVE DIRECTOR</b>	Date
	Type or print name and title	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>JEFFREY K. MCCAFFREY</b>	Preparer's signature
	Firm's name ▶ <b>DEMING MALONE LIVESAY &amp; OSTROFF PSC</b>	Date
	Firm's address ▶ <b>9300 SHELBYVILLE ROAD SUITE 1100</b>	Check if self-employed <input type="checkbox"/>
	<b>LOUISVILLE, KY 40222-5187</b>	PTIN <b>P00938853</b>
		Firm's EIN ▶ <b>61-1064249</b>
		Phone no. (502) 426-9660

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

332001 10-29-13

LHA For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2013)

**SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION**

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission: NATIONAL SAFE PLACE OFFERS SUPPORT TO AFFILIATE LICENSED SAFE PLACE AGENCIES SO THEY CAN PROVIDE ACCESS TO IMMEDIATE HELP AND SUPPORTIVE RESOURCES FOR ALL YOUNG PEOPLE IN CRISIS THROUGH A NETWORK OF SITES SUSTAINED BY QUALIFIED AGENCIES, TRAINED VOLUNTEERS AND BUSINESSES.

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

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

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

4a (Code: ) (Expenses \$ 511,066. including grants of \$ ) (Revenue \$ 155,888.) SERVICE TEENS IN CRISIS AND SHELTERS FOR NATIONALLY RUNAWAY YOUTH:

NATIONAL SAFE PLACE PROVIDES CAPACITY BUILDING TRAINING AND TECHNICAL SUPPORT TO THE STAFF AT NEARLY 140 SAFE PLACE AGENCIES. COMPREHENSIVE TRAINING FOR NEW SAFE PLACE AGENCIES INCLUDES VOLUNTEER UTILIZATION; OUTREACH AND EDUCATION, CRISIS INTERVENTION, PUBLIC RELATIONS AND ADVOCATING FOR AT-RISK YOUTH. NATIONAL SAFE PLACE PROVIDES SAFE PLACE AGENCIES WITH THE TOOLS AND MATERIALS NECESSARY TO EFFECTIVELY DEVELOP A COMMUNITY COLLABORATIVE EFFORT TO REACH YOUNG PEOPLE, ENCOURAGING THEM TO SEEK HELP RATHER THAN RUNNING AWAY. NATIONAL SAFE PLACE DEVELOPS AWARENESS CAMPAIGNS DESIGNED TO EDUCATE YOUTH ABOUT HOW TO GET HELP. ADDITIONAL TRAINING IS OFFERED IN THE AREAS OF POSITIVE YOUTH

4b (Code: ) (Expenses \$ 1,054,214. including grants of \$ ) (Revenue \$ ) NATIONAL SAFE PLACE STARTED THE RUNAWAY AND HOMELESS YOUTH TRAINING AND TECHNICAL ASSISTANCE CENTER PROGRAM TO PROVIDE TRAINING AND TECHNICAL ASSISTANCE TO FEDERALLY FUNDED RUNAWAY AND HOMELESS YOUTH SERVICE AGENCIES.

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

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$ ) (Revenue \$ )

4e Total program service expenses 1,565,280.

**Part IV Checklist of Required Schedules**

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

Form 990 (2013)

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

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Table with columns for question number, description, sub-questions (1a-14b), and Yes/No columns. Includes questions about Form 1096, Form W-2G, Form W-3, and various tax compliance requirements.

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

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

**Section A. Governing Body and Management**

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1a			1
b	Enter the number of voting members included in line 1a, above, who are independent		0
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	X	
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

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

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

**Section C. Disclosure**

- 17 List the states with which a copy of this Form 990 is required to be filed **KY**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
 Own website  Another's website  Upon request  Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **YMCA OF GREATER LOUISVILLE - 502-587-9622**  
**545 SOUTH SECOND ST., LOUISVILLE, KY 40202**

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) YMCA OF GREATER LOUISVILLE, INC. INSTITUTIONAL TRUSTEE	1.00		X					1,060,156.	0.	0.
(2) LAURIE JACKSON EXECUTIVE DIRECTOR	40.00			X				0.	112,764.	16,805.
(3) STEVE TARVER PRESIDENT	5.00			X				0.	237,868.	33,070.
(4) KAY MANNING VICE PRESIDENT OF FINANCE	5.00			X				0.	124,446.	21,733.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
<b>1b Sub-total</b>							1,060,156.	475,078.	71,608.	
<b>c Total from continuation sheets to Part VII, Section A</b>							0.	0.	0.	
<b>d Total (add lines 1b and 1c)</b>							1,060,156.	475,078.	71,608.	

- 2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**
- |                                                                                                                                                                                                                                | Yes | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual                                              |     | X  |
| 4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual | X   |    |
| 5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person                       |     | X  |

**Section B. Independent Contractors**

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

(A) Name and business address	(B) Description of services	(C) Compensation
INDIANAPOLIS MARRIOTT DOWNTOWN, 350 W MARYLAND STREET, INDIANAPOLIS, IN 46225	CONFERENCE AND HOTEL STAY	106,466.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **1**



**Part VIII Statement of Revenue**

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

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514	
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	1 a Federated campaigns					
	b Membership dues					
	c Fundraising events					
	d Related organizations					
	e Government grants (contributions)	1,280,189.				
	f All other contributions, gifts, grants, and similar amounts not included above	529,037.				
	g Noncash contributions included in lines 1a-1f: \$					
	<b>h Total. Add lines 1a-1f</b>	<b>1,809,226.</b>				
<b>Program Service Revenue</b>	2 a <b>MEMBERSHIP DUES</b>	Business Code 900099	135,684.	135,684.		
	b <b>COMMUNITY INSTRUCTION</b>	611710	3,785.	3,785.		
	c					
	d					
	e					
	f All other program service revenue					
	<b>g Total. Add lines 2a-2f</b>		<b>139,469.</b>			
<b>Other Revenue</b>	3 Investment income (including dividends, interest, and other similar amounts)		2,280.		2,280.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities				
		(ii) Other				
		b Less: cost or other basis and sales expenses				
		c Gain or (loss)				
	d Net gain or (loss)					
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
		b Less: direct expenses				
c Net income or (loss) from fundraising events						
9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses					
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a	53,080.				
	b Less: cost of goods sold	b	37,129.			
	c Net income or (loss) from sales of inventory		15,951.	15,951.		
<b>Miscellaneous Revenue</b>		<b>Business Code</b>				
11 a <b>MISCELLANEOUS</b>	900099	468.	468.			
b						
c						
d All other revenue						
<b>e Total. Add lines 11a-11d</b>		<b>468.</b>				
<b>12 Total revenue. See instructions.</b>		<b>1,967,394.</b>	<b>155,888.</b>	<b>0.</b>	<b>2,280.</b>	

**Part IX Statement of Functional Expenses**

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management	229,500.		229,500.	
b Legal	11,916.		11,916.	
c Accounting	14,950.		14,950.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)				
12 Advertising and promotion	85,554.	85,554.		
13 Office expenses	74,615.	65,265.	3,958.	5,392.
14 Information technology	9,898.	9,898.		
15 Royalties				
16 Occupancy	73,774.	58,281.	6,640.	8,853.
17 Travel	84,719.	84,719.		
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	223,357.	213,901.	4,201.	5,255.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	16,387.	16,387.		
23 Insurance	4,500.	3,555.	405.	540.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <b>CONTRACT SERVICES</b>	1,005,322.	861,875.	61,567.	81,880.
b <b>CONFERENCE STIPENDS</b>	145,398.	145,398.		
c <b>DUES AND SUBSCRIPTIONS</b>	27,888.	1,341.	26,547.	
d <b>MISCELLANEOUS</b>	19,201.	19,106.	95.	
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	2,026,979.	1,565,280.	359,779.	101,920.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

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

**Part X Balance Sheet**

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

		(A) Beginning of year		(B) End of year
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing .....	55,743.	<b>1</b>	0.
	<b>2</b> Savings and temporary cash investments .....	300,000.	<b>2</b>	300,000.
	<b>3</b> Pledges and grants receivable, net .....	267,843.	<b>3</b>	52,007.
	<b>4</b> Accounts receivable, net .....	1,504.	<b>4</b>	310,625.
	<b>5</b> Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L .....		<b>5</b>	
	<b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L .....		<b>6</b>	
	<b>7</b> Notes and loans receivable, net .....		<b>7</b>	
	<b>8</b> Inventories for sale or use .....	56,812.	<b>8</b>	21,964.
	<b>9</b> Prepaid expenses and deferred charges .....	23,819.	<b>9</b>	8,334.
	<b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D .....	<b>10a</b> 98,742.		
	<b>b</b> Less: accumulated depreciation .....	<b>10b</b> 55,423.	<b>10c</b>	43,319.
	<b>11</b> Investments - publicly traded securities .....		<b>11</b>	
	<b>12</b> Investments - other securities. See Part IV, line 11 .....		<b>12</b>	
	<b>13</b> Investments - program-related. See Part IV, line 11 .....		<b>13</b>	
	<b>14</b> Intangible assets .....		<b>14</b>	
	<b>15</b> Other assets. See Part IV, line 11 .....		<b>15</b>	
<b>16</b> <b>Total assets.</b> Add lines 1 through 15 (must equal line 34) .....	714,236.	<b>16</b>	736,249.	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses .....	254,667.	<b>17</b>	189,925.
	<b>18</b> Grants payable .....		<b>18</b>	
	<b>19</b> Deferred revenue .....		<b>19</b>	
	<b>20</b> Tax-exempt bond liabilities .....		<b>20</b>	
	<b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D .....		<b>21</b>	
	<b>22</b> Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L .....		<b>22</b>	
	<b>23</b> Secured mortgages and notes payable to unrelated third parties .....		<b>23</b>	
	<b>24</b> Unsecured notes and loans payable to unrelated third parties .....		<b>24</b>	
	<b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D .....		<b>25</b>	
	<b>26</b> <b>Total liabilities.</b> Add lines 17 through 25 .....	254,667.	<b>26</b>	189,925.
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>			
	<b>27</b> Unrestricted net assets .....	459,569.	<b>27</b>	535,482.
	<b>28</b> Temporarily restricted net assets .....		<b>28</b>	10,842.
	<b>29</b> Permanently restricted net assets .....		<b>29</b>	
	<b>Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.</b>			
	<b>30</b> Capital stock or trust principal, or current funds .....		<b>30</b>	
	<b>31</b> Paid-in or capital surplus, or land, building, or equipment fund .....		<b>31</b>	
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds .....		<b>32</b>	
<b>33</b> <b>Total net assets or fund balances</b> .....	459,569.	<b>33</b>	546,324.	
<b>34</b> <b>Total liabilities and net assets/fund balances</b> .....	714,236.	<b>34</b>	736,249.	

**Part XI Reconciliation of Net Assets**

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	1,967,394.
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,026,979.
3	Revenue less expenses. Subtract line 2 from line 1	3	-59,585.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	459,569.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	146,340.
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	546,324.

**Part XII Financial Statements and Reporting**

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

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

Form 990 (2013)



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

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

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....	761,562.	724,690.	652,097.	914,349.	2091250.	5143948.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
3 The value of services or facilities furnished by a governmental unit to the organization without charge .....						
4 <b>Total.</b> Add lines 1 through 3 .....	761,562.	724,690.	652,097.	914,349.	2091250.	5143948.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) .....						
6 <b>Public support.</b> Subtract line 5 from line 4.						1167743.
						<b>3976205.</b>

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4 .....	761,562.	724,690.	652,097.	914,349.	2091250.	5143948.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources .....	3,175.	4,272.	4,392.	2,327.	2,280.	16,446.
9 Net income from unrelated business activities, whether or not the business is regularly carried on .....						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) .....						
11 <b>Total support.</b> Add lines 7 through 10						5160394.
12 Gross receipts from related activities, etc. (see instructions)					12	455,729.

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

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

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f)) .....	14	77.05 %
15 Public support percentage from 2012 Schedule A, Part II, line 14 .....	15	71.37 %
16a <b>33 1/3% support test - 2013.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input checked="" type="checkbox"/>		
b <b>33 1/3% support test - 2012.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
17a <b>10% -facts-and-circumstances test - 2013.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
b <b>10% -facts-and-circumstances test - 2012.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization <input type="checkbox"/>		
18 <b>Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions <input type="checkbox"/>		

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

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

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") .....						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose .....						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 .....						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf .....						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge .....						
<b>6 Total.</b> Add lines 1 through 5 .....						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons .....						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year .....						
<b>c</b> Add lines 7a and 7b .....						
<b>8 Public support.</b> (Subtract line 7c from line 6.) .....						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
<b>9</b> Amounts from line 6 .....						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources .....						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 .....						
<b>c</b> Add lines 10a and 10b .....						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on .....						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) .....						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.) .....						

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

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

<b>15</b> Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f)) .....	<b>15</b>	%
<b>16</b> Public support percentage from 2012 Schedule A, Part III, line 15 .....	<b>16</b>	%

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

<b>17</b> Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f)) .....	<b>17</b>	%
<b>18</b> Investment income percentage from 2012 Schedule A, Part III, line 17 .....	<b>18</b>	%

**19a 33 1/3% support tests - 2013.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**b 33 1/3% support tests - 2012.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

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

**Part IV** **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12.  
Also complete this part for any additional information. (See instructions).

Lined area for supplemental information.



**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No. 1545-0047

**2013**

Name of the organization

Employer identification number

**NATIONAL SAFE PLACE, INC.**

**20-4343628**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

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

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

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ..... ▶ \$ \_\_\_\_\_

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization <b>NATIONAL SAFE PLACE, INC.</b>	Employer identification number <b>20-4343628</b>
----------------------------------------------------------	-----------------------------------------------------

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ <u>249,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2		\$ <u>75,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3		\$ <u>50,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>NATIONAL SAFE PLACE, INC.</b>	Employer identification number <b>20-4343628</b>
----------------------------------------------------------	-----------------------------------------------------

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

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

Name of organization

Employer identification number

**NATIONAL SAFE PLACE, INC.**

**20-4343628**

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee


(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee


(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee


(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

**(e) Transfer of gift**

Transferee's name, address, and ZIP + 4

Relationship of transferor to transferee


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

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

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

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

OMB No. 1545-0047

**2013**  
Open to Public Inspection

Name of the organization

**NATIONAL SAFE PLACE, INC.**

Employer identification number  
**20-4343628**

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

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

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

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

Preservation of land for public use (e.g., recreation or education)       Preservation of an historically important land area

Protection of natural habitat       Preservation of a certified historic structure

Preservation of open space

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

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

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

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

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? .....

Yes  No

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? .....

Yes  No

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

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

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

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

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

(i) Revenues included in Form 990, Part VIII, line 1 .....

▶ \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X .....

▶ \$ \_\_\_\_\_

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

a Revenues included in Form 990, Part VIII, line 1 .....

▶ \$ \_\_\_\_\_

b Assets included in Form 990, Part X .....

▶ \$ \_\_\_\_\_

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

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a  Public exhibition
  - b  Scholarly research
  - c  Preservation for future generations
  - d  Loan or exchange programs
  - e  Other \_\_\_\_\_

- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

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

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

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

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

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

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

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

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

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

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

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

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

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		
3a(ii)		
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

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

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		98,742.	55,423.	43,319.
e Other				
<b>Total.</b> Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				43,319.

**Part VII Investments - Other Securities.**

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

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

**Part VIII Investments - Program Related.**

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

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

**Part IX Other Assets.**

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

(a) Description	(b) Book value
(1) .....	
(2) .....	
(3) .....	
(4) .....	
(5) .....	
(6) .....	
(7) .....	
(8) .....	
(9) .....	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

**Part X Other Liabilities.**

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

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) .....	
(3) .....	
(4) .....	
(5) .....	
(6) .....	
(7) .....	
(8) .....	
(9) .....	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

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

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

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

<b>1</b>	Total revenue, gains, and other support per audited financial statements		<b>1</b>	2,150,864.
<b>2</b>	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
	<b>a</b> Net unrealized gains on investments	<b>2a</b>		
	<b>b</b> Donated services and use of facilities	<b>2b</b>	146,340.	
	<b>c</b> Recoveries of prior year grants	<b>2c</b>		
	<b>d</b> Other (Describe in Part XIII.)	<b>2d</b>	37,130.	
	<b>e</b> Add lines 2a through 2d		<b>2e</b>	183,470.
<b>3</b>	Subtract line 2e from line 1		<b>3</b>	1,967,394.
<b>4</b>	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
	<b>a</b> Investment expenses not included on Form 990, Part VIII, line 7b	<b>4a</b>		
	<b>b</b> Other (Describe in Part XIII.)	<b>4b</b>		
	<b>c</b> Add lines 4a and 4b		<b>4c</b>	0.
<b>5</b>	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)		<b>5</b>	1,967,394.

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

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

<b>1</b>	Total expenses and losses per audited financial statements		<b>1</b>	2,064,109.
<b>2</b>	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
	<b>a</b> Donated services and use of facilities	<b>2a</b>		
	<b>b</b> Prior year adjustments	<b>2b</b>		
	<b>c</b> Other losses	<b>2c</b>		
	<b>d</b> Other (Describe in Part XIII.)	<b>2d</b>	37,130.	
	<b>e</b> Add lines 2a through 2d		<b>2e</b>	37,130.
<b>3</b>	Subtract line 2e from line 1		<b>3</b>	2,026,979.
<b>4</b>	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
	<b>a</b> Investment expenses not included on Form 990, Part VIII, line 7b	<b>4a</b>		
	<b>b</b> Other (Describe in Part XIII.)	<b>4b</b>		
	<b>c</b> Add lines 4a and 4b		<b>4c</b>	0.
<b>5</b>	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)		<b>5</b>	2,026,979.

**Part XIII Supplemental Information.**

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

**PART X, LINE 2:**

**EXPLANATION: INCOME TAX STATUS:**

THE ORGANIZATION IS EXEMPT FROM FEDERAL, STATE AND LOCAL INCOME TAXES AS A NOT-FOR-PROFIT CORPORATION AS DESCRIBED UNDER INTERNAL REVENUE CODE SECTION 501(C)(3). THE ORGANIZATION FILES AN INFORMATIONAL TAX RETURN IN THE U.S. FEDERAL JURISDICTION AND WITH THE KENTUCKY OFFICE OF THE ATTORNEY GENERAL. HOWEVER, INCOME FROM CERTAIN ACTIVITIES NOT DIRECTLY RELATED TO THE ORGANIZATION'S TAX-EXEMPT PURPOSE IS SUBJECT TO TAXATION AS UNRELATED BUSINESS INCOME.

AS OF DECEMBER 31, 2013, THE ORGANIZATION DID NOT HAVE ANY ACCRUED



**Part XIII** Supplemental Information (continued)

INTEREST OR PENALTIES RELATED TO INCOME TAX LIABILITIES, AND NO INTEREST OR PENALTIES HAVE BEEN CHARGED TO OPERATIONS FOR THE YEAR THEN ENDED. TAX YEARS ENDING ON OR AFTER DECEMBER 31, 2010 REMAIN SUBJECT TO IRS REVIEW AND CHANGE. TAX YEARS STILL OPEN UNDER STATE STATUTE OF LIMITATIONS REMAIN SUBJECT TO REVEIW AND CHANGE.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

COST OF GOODS SOLD 37,130.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

COST OF GOODS SOLD 37,130.

**SCHEDULE J  
(Form 990)**

**Compensation Information**

OMB No. 1545-0047

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

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

▶ Attach to Form 990. ▶ See separate instructions.

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

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization

**NATIONAL SAFE PLACE, INC.**

Employer identification number

**20-4343628**

**Part I Questions Regarding Compensation**

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

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

Schedule J (Form 990) 2013

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

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

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

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(i) STEVE TARVER PRESIDENT	0.	0.	0.	0.	0.	0.	0.
(ii)	237,093.	0.	775.	28,450.	4,620.	270,938.	0.
(iii)							
(iv)							
(v)							
(vi)							
(vii)							
(viii)							
(ix)							
(x)							
(xi)							
(xii)							
(xiii)							
(xiv)							
(xv)							
(xvi)							
(xvii)							
(xviii)							
(xix)							
(xx)							
(xxi)							
(xxii)							
(xxiii)							
(xxiv)							
(xxv)							
(xxvi)							
(xxvii)							
(xxviii)							
(xxix)							
(xxx)							

**Part III** Supplemental Information

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

**FORM 990, PART IV, LINE 23, MANAGEMENT COMPENSATION:**

**EXPLANATION: THE EXECUTIVE COMMITTEE ESTABLISHES THE COMPENSATION OF THE UPPER MANAGEMENT OF NATIONAL SAFE PLACE, INC. THE CEO OF THE YMCA, PROVIDES THE EXECUTIVE COMMITTEE OF THE YMCA, WITH WAGE DATA FROM THE Y-USA, URBAN GROUP, AND SOUTH METRO GROUP. THE COMMITTEE THEN FILTERS THRU THEIR OWN EXPERIENCE AND LOCAL BENCHMARKING. THE YMCA EXECUTIVE COMMITTEE MAKES COMPENSATION DECISIONS FOR UPPER MANAGEMENT IN THE ABSENCE OF STAFF. ALL COMPENSATION DECISIONS ARE DOCUMENTED IN EMPLOYEES PERSONNEL FILES.**

**SCHEDULE M  
(Form 990)**

**Noncash Contributions**

OMB No. 1545-0047

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization

**NATIONAL SAFE PLACE, INC.**

Employer identification number

**20-4343628**

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ ( <u>AIRLINE TICKE</u> )	X	80	32,000.	FAIR VALUE
26 Other ▶ ( _____ )				
27 Other ▶ ( _____ )				
28 Other ▶ ( _____ )				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

29

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 - 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

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

Schedule M (Form 990) (2013)

**Part II**

**Supplemental information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Multiple horizontal lines for supplemental information.

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

Department of the Treasury  
Internal Revenue Service

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

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

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

OMB No. 1545-0047

**2013**

Open to Public  
Inspection

Name of the organization

NATIONAL SAFE PLACE, INC.

Employer identification number  
20-4343628

**FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:**

PROVIDE ACCESS TO IMMEDIATE HELP AND SUPPORTIVE RESOURCES FOR ALL YOUNG  
PEOPLE IN CRISIS THROUGH A NETWORK OF SITES SUSTAINED BY QUALIFIED  
AGENCIES, TRAINED VOLUNTEERS AND BUSINESSES. ADDITIONALLY, NATIONAL  
SAFE PLACE PROVIDES SERVICES TO MEMBER AGENCIES SUCH AS ONLINE  
TRAINING, GRANT REVIEWING ASSISTANCE, MIDDLE MANAGERS AND EXECUTIVE  
LEADERSHIP TRAINING, ETC.

NATIONAL SAFE PLACE'S RUNAWAY AND HOMELESS YOUTH TRAINING AND TECHNICAL  
ASSISTANCE CENTER PROGRAM WORKS TO PROVIDE TRAINING AND TECHNICAL  
ASSISTANCE TO FEDERALLY FUNDED RUNAWAY AND HOMELESS YOUTH SERVICE  
AGENCIES IN THE UNITED STATES AND ITS TERRITORIES.

**FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:**

NSP'S RHYTTAC PROGRAM WORKS TO PROVIDE TRAINING AND TECHNICAL  
ASSISTANCE TO FEDERALLY FUNDED RUNAWAY AND HOMELESS YOUTH SERVICE  
AGENCIES IN THE UNITED STATES AND ITS TERRITORIES.

**FORM 990, PART III, LINE 2, NEW PROGRAM SERVICES:**

EXPLANATION: NATIONAL SAFE PLACE MERGED WITH ANOTHER ORGANIZATION IN  
JUNE 2013. THIS BROUGHT ADDITIONAL MEMBERS AND MEMBERSHIP BENEFITS TO  
THE ORGANIZATION. BENEFITS INCLUDE TRAINING, FACILITATION AND PLANNING  
SUPPORT, GRANT REVIEWING SERVICES, ETC.

**FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:**

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.  
332211  
08-04-13

Schedule O (Form 990 or 990-EZ) (2013)

Name of the organization

NATIONAL SAFE PLACE, INC.

Employer identification number

20-4343628

DEVELOPMENT, HUMAN TRAFFICKING, SOCIAL MEDIA AND A VARIETY OF AREAS OF INTEREST TO YOUTH SERVICE PROVIDERS.

THE EFFECTIVENESS OF SAFE PLACE IS BASED ON PUBLIC/PRIVATE COLLABORATIONS BETWEEN BUSINESSES, SCHOOL SYSTEMS, FIRE DEPARTMENTS, LAW ENFORCEMENT, AND A NETWORK OF VOLUNTEERS. AN ESTIMATED 250,000 INDIVIDUALS AT SAFE PLACE LOCATIONS NATIONALLY ARE TRAINED AND READY TO HELP A CHILD OR TEEN. TRANSIT SYSTEMS IN MANY CITIES DESIGNATE THEIR BUSES AS MOBILE SAFE PLACE SITES.

NATIONAL SAFE PLACE ALSO HAS A TEXT FOR HELP PROGRAM, WHICH IS A 24 HOUR TEXTING SERVICE THROUGH WHICH YOUTH CAN ACCESS HELP VIA THEIR CELL PHONE.

FORM 990, PART VI, SECTION A, LINE 3:

EXPLANATION: THE YMCA OF GREATER LOUISVILLE, INC. PROVIDES CONTRACT SERVICES FOR NATIONAL SAFE PLACE. NATIONAL SAFE PLACE PAID THE YMCA \$823,656 IN 2013 FOR THESE SERVICES.

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

EXPLANATION: THE 990 WILL BE PRESENTED TO THE AUDIT COMMITTEE BY THE EXTERNAL AUDITORS. THE AUDIT COMMITTEE WILL THEN PRESENT THE 990 TO THE FULL BOARD OF DIRECTORS PRIOR TO THE FORM BEING FILED.

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

EXPLANATION: THE CONFLICT OF INTEREST POLICY WILL BE REVIEWED ANNUALLY AT THE LAST MEETING OF THE YEAR TO ASSURE ADHERENCE TO THE POLICY.



Name of the organization NATIONAL SAFE PLACE, INC.	Employer identification number 20-4343628
-------------------------------------------------------	----------------------------------------------

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

EXPLANATION: THE EXECUTIVE COMMITTEE ESTABLISHES THE COMPENSATION OF THE UPPER MANAGEMENT OF NATIONAL SAFE PLACE, INC. THE CEO OF THE YMCA, PROVIDES THE EXECUTIVE COMMITTEE OF THE YMCA, WITH WAGE DATA FROM THE Y-USA, URBAN GROUP, AND SOUTH METRO GROUP. THE COMMITTEE THEN FILTERS THRU THEIR OWN EXPERIERNCE AND LOCAL BENCHMARKING. THE YMCA EXECUTIVE COMMITTEE MAKES COMPENSATION DECISIONS FOR UPPER MANAGEMENT IN THE ABSENCE OF STAFF. ALL COMPENSATION DECISIONS ARE DOCUMENTED IN EMPLOYEES PERSONNEL FILES.

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

EXPLANATION: NATIONAL SAFE PLACE, INC. MAKES ITS GOVERNING DOCUMENTS AVAILABLE FOR PUBLIC INSPECTION UPON REQUEST.

FORM 990, PART VII CONTACT ADDRESSES FOR OFFICERS, DIRECTORS, ETC:

YMCA OF GREATER LOUISVILLE, INC. - 545 SOUTH SECOND STREET  
LOUISVILLE, KY 40202

STEVE TARVER - 545 SOUTH SECOND STREET, LOUISVILLE, KY 40202

KAY MANNING - 545 SOUTH SECOND STREET, LOUISVILLE, KY 40202

FORM 990, PART IV, LINE 12 OVERSIGHT OF FINANCIAL STATEMENT AUDIT:

EXPLANATION: THE AUDIT IS COMPLETED BY A THIRD PARTY AND PROVIDED TO AN AUDIT COMMITTEE FOR REVIEW. THE COMMITTEE THEN DISCUSSES THE AUDIT ON A CONFERENCE CALL WITH THE PREPARERS OF THE AUDIT, THE EXECUTIVE DIRECTOR AND THE CFO OF THE YMCA. THE EXECUTIVE DIRECTOR LEAVES THE CALL SO THAT ANY COMMENTS OR CONCERNS CAN BE DISCLOSED. THE AUDIT IS THEN FORWARDED TO THE NATIONAL SAFE PLACE BOARD FOR APPROVAL, AFTER WHICH IT IS APPROVED BY THE YMCA BOARD.

Name of the organization <b>NATIONAL SAFE PLACE, INC.</b>	Employer identification number <b>20-4343628</b>
--------------------------------------------------------------	-----------------------------------------------------

FORM 990, PART VI, LINE 1 NATIONAL SAFE PLACE VOLUNTEER BOARD OF DIRECTORS:  
 EXPLANATION: THE NATIONAL SAFE PLACE VOLUNTEER BOARD OF DIRECTORS HAS  
 THE AUTHORITY TO DEFINE STRATEGIC DIRECTION, SET ANNUAL GOALS,  
 ESTABLISH GENERAL OPERATING POLICY, AND ASSURE THE FINANCIAL STRENGTH  
 OF THE ORGANIZATION. THE BOARD IS RESPONSIBLE FOR OVERSEEING THE  
 DEVELOPMENT AND MONITORING OF THE BUDGET; MONITORING THE FINANCIAL  
 OPERATIONS OF THE ORGANIZATION, ENSURING THE FINANCIAL STABILITY OF  
 NATIONAL SAFE PLACE BY IDENTIFYING POTENTIAL RESOURCES AND CORPORATE  
 PARTNERS; IDENTIFYING MARKETING STRATEGIES TO INCREASE AWARENESS AND  
 IDENTIFYING BOARD CANDIDATES TO CONTRIBUTE TIME, TREASURE AND TALENT TO  
 THE ORGANIZATION.

THE FOLLOWING INDIVIDUALS ARE THE VOLUNTEER NON-VOTING MEMBERS OF THE  
 BOARD OF DIRECTORS:

HOWARD "SKIP" ELLIOTT (JACKSONVILLE, FL)

J. BARRY BARKER (LOUISVILLE, KY)

JAMES BRAUM (ST. CHARLES, MO)

GARY COLEN (BOSTON, MA)

JOE DIAMOND (CHICAGO, IL)

GINA DIGIOIA (NEW YORK, NY)

MICHAEL FITZ (LEESBURG, VA)

DEBRA FRIGGEL (TULSA, OK)

ADAM JONAS (NEW YORK, NY)

GINNY MCCORMICK (NEWTON, MA)

JIME PEARCE (GAINESVILLE, FL)

DOUG WATSON (PINECREST, FL)

GAYLE WATTS (BIRMINGHAM, AL)

332212  
09-04-13

Name of the organization

NATIONAL SAFE PLACE, INC.

Employer identification number  
20-4343628

MICHELLE SAHAGUN (RENO, NV)

Lined area for additional information, currently blank.

**SCHEDULE R  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Related Organizations and Unrelated Partnerships**

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

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

OMB No. 1545-0047

**2013**

Open to Public  
Inspection

Name of the organization

**NATIONAL SAFE PLACE, INC.**

Employer identification number  
**20-4343628**

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

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
YMCA OF GREATER LOUISVILLE, INC. - 61-044843, 545 SOUTH SECOND STREET, LOUISVILLE, KY 40202	PROVIDE SERVICES THAT ALLOW ALL PERSONS TO ACHIEVE THEIR FULL	KENTUCKY	501(C)(3)	509(A)(2) N/A			<b>X</b>

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

SEE PART VII FOR CONTINUATIONS

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?	(k) Percentage ownership
							Yes	No			

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

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

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

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

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

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

(a) Name of related organization	(b) Transaction type (a-e)	(c) Amount involved	(d) Method of determining amount involved
(1) YMCA OF GREATER LOUISVILLE, INC.	P	1,060,156.	MANAGEMENT CONTRACT
(2)			
(3)			
(4)			
(5)			
(6)			

**Part VI Unrelated Organizations Taxable as a Partnership** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners sec. 501(c)(3) orgs.?		(f) Share of total income	(g) Share of end-of-year assets	(h) Dispropor- tionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

**Part VII** Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions).

**PART II, IDENTIFICATION OF RELATED TAX-EXEMPT ORGANIZATIONS:**

**NAME OF RELATED ORGANIZATION:**

YMCA OF GREATER LOUISVILLE, INC.

**PRIMARY ACTIVITY: PROVIDE SERVICES THAT ALLOW ALL PERSONS TO ACHIEVE THEIR FULL POTENTIAL.**



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

Department of the Treasury  
Internal Revenue Service

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

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

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

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

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

**Part I only**

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

		<b>Enter filer's identifying number</b>
<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>NATIONAL SAFE PLACE, INC.</b>	Employer identification number (EIN) or <b>20-4343628</b>
<small>File by the due date for filing your return. See instructions.</small>	Number, street, and room or suite no. If a P.O. box, see instructions. <b>2429 CRITTENDEN DRIVE</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>LOUISVILLE, KY 40217</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

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

**YMCA OF GREATER LOUISVILLE**

• The books are in the care of ▶ **545 SOUTH SECOND ST. - LOUISVILLE, KY 40202**  
 Telephone No. ▶ **502-587-9622** Fax No. ▶ \_\_\_\_\_

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

▶  calendar year **2013** or

▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

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

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

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

National Safe Place, Inc.  
EIN 20-4343628

ARTICLES OF INCORPORATION  
OF  
NATIONAL SAFE PLACE, INC.

0631388.09  
Trey Grayson  
Secretary of State  
Received and Filed  
02/03/2006 2:58:13 PM  
Fee Receipt: \$8.00

twilson  
NAOI

The undersigned hereby incorporates a nonprofit corporation ("Corporation") without capital stock or stockholders, under the provisions of KRS 273.161 et seq., and for that purpose adopts the following Articles of Incorporation.

ARTICLE I

Name Of Corporation

The name of the Corporation is National Safe Place, Inc.

ARTICLE II

Purposes and Powers

(1) Any provision of these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not have any purpose or object, nor have or exercise any power, nor engage in any activity, which in any way contravenes, or is in conflict with, the other provisions of ARTICLE II of these Articles of Incorporation.

(2) The objects and purposes of the Corporation, and the powers it shall have and may exercise, are as follows:

(a) As general and controlling purposes, to conduct and carry on its work, not for profit, but exclusively for charitable, scientific or educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code") (references herein to sections or provisions of the Code shall be deemed to include and refer to, to the extent applicable, any similar sections or provisions of any subsequent Federal tax laws), in such manner (i) that no part of its income or property shall inure to the private benefit of any donor, director or individual having a personal or private interest in the activities of the Corporation, except as reasonable compensation for services actually rendered, (ii) that it shall not directly or indirectly participate in or intervene in any political campaign on behalf of any candidate for public office, and (iii) that no substantial part of its activities shall be carrying on propaganda or otherwise attempting to influence legislation.

(b) As a particular purpose in furtherance of, consistent with, and subject to, the general and controlling purposes set forth in Section (2)(a) of this ARTICLE II, to organize, promote, foster, assist (whether financially or otherwise) and conduct such charitable, scientific, and educational enterprises, activities and institutions as from time may be determined, selected or decided upon by the Corporation's Board of Directors consistent with the purposes stated above.

(c) In furtherance of, and at all times subject to, the aforesaid purposes, enterprises, activities and projects:

- (i) To solicit and acquire by gift, exchange or otherwise, property of any and all kinds, and to sell, transfer and otherwise dispose of any property it so acquires;
- (ii) To invest and reinvest any such property and the increments in, and avails or proceeds of, any such property in such investments as may be deemed advisable from time to time by the Corporation's Board of Directors including, but not limited to, stocks, bonds, secured and unsecured obligations, undivided interests, leases, commercial paper, financial and governmental instruments, savings and other depository accounts and other securities and properties;
- (iii) To give, donate and contribute to any of the activities the Corporation may elect to sponsor, or in furtherance of any of the aforesaid purposes for which the Corporation is organized, such money or property, or both, as the Corporation's Board of Directors may from time to time determine;
- (iv) To take title to, and hold in its own name, such real or personal property, or both, and such interests in either such type of property as the Corporation may acquire, for the purposes herein set out, and to sell, transfer and dispose of any such property or reinvest the proceeds thereof as herein permitted;
- (v) To accept gifts, bequests or devises of property of any kind which any individual, firm, corporation or other entity may make to the Corporation, upon the terms, trusts and conditions set forth in the deed of gift, will or other instrument of writing executed by any such donor or testator, but only for the purposes and upon the terms and conditions and with the powers set forth in these Articles of Incorporation;
- (vi) To borrow money and give security therefor by pledging, mortgaging or otherwise hypothecating any property it may own, or any interest it may have in such property;
- (vii) To become a member of any other nonstock or nonprofit corporation organized under the laws of any state, or to become affiliated with any other organization of like character existing under the laws of any state; provided, however, that such corporation or organization is an exempt organization under section 501(c)(3) of the Code;
- (viii) To the extent permitted by law, to enter into contracts with any corporate trust company for the purpose of delegating to it the power, or employing it, to make investments on behalf of the Corporation, and to do such other things permitted by these Articles of Incorporation as the parties may agree upon, and without limiting the generality of the foregoing, but in furtherance thereof, to enter into trust agreements, irrevocable or otherwise, with any such corporate trustee and therein to authorize any such corporate trustee to employ agents, attorneys, accountants and others in connection with the performance of any duty or trust arising under such agreement; and
- (ix) To do any and all things which the Corporation's Board of Directors may determine, consistent with the provisions hereof, to be necessary or appropriate to effectuate the purposes for which the Corporation is organized as herein set forth, to the extent that the doing of such act or thing is not inconsistent with the provisions of Chapter 273 of

Kentucky Revised Statutes, or any other applicable law or statute of the Commonwealth of Kentucky, or section 501(e)(3) of the Code.

(3) Notwithstanding any other provision of these Articles of Incorporation, if, at any time, the Corporation shall be determined to be a private foundation or private operating foundation as defined in section 509 or section 4942 of the Code, then:

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code.

(b) The Corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Code.

(c) The Corporation shall not purchase nor retain any excess business holdings as defined in section 4943(c) of the Code.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Code.

(e) The Corporation shall not make any taxable expenditures as defined in section 4945(d) of the Code.

### ARTICLE III

#### Duration

The Corporation shall have perpetual duration.

### ARTICLE IV

#### Members

(1) The Corporation shall have one voting Member ("Voting Member"), which shall be The Young Men's Christian Association of Greater Louisville, a Kentucky nonprofit corporation.

(2) The Voting Member shall have the sole right to vote, unless there is no Voting Member, as to the election of directors or as to any other matters presented to the Members of the Corporation for consideration.

(3) There may be other Members if provided in the Bylaws of the Corporation ("Bylaws"), but so long as the Voting Member has not dissolved or resigned, such other Members shall have no right to vote as to the election of directors or as to any other matters presented to the Members of the Corporation for consideration.

## ARTICLE V

### Board Of Directors

- (1) All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, its Board of Directors.
- (2) The Board of Directors shall consist of such number of individuals as may be fixed in the Bylaws; provided, however, that the Board of Directors shall not consist of fewer than three individuals.
- (3) A director may be removed as provided in the Bylaws.

## ARTICLE VI

### Initial Board Of Directors

The number of directors constituting the initial Board of Directors is 12, and the name and mailing address of each person who is to serve as an initial director is as follows, each person to serve until the first annual meeting of the Board of Directors and until such director's successor in office is elected and shall qualify:

<u>Name</u>	<u>Address</u>
Bob Callander	130 St. Matthews Avenue Louisville, Kentucky 40207
Kim Dalferes	100 Connecticut Ave., NW 13 <sup>th</sup> Floor Washington, DC 20036-5325
Debi Friggel	4705 South 129 <sup>th</sup> E. Avenue Tulsa, Oklahoma 74101
Brenda Frinks	446 So. 6 <sup>th</sup> Avenue Jacksonville, Florida 32250
Mark Giuffre	1400 N. Hurstbourne Parkway Louisville, Kentucky 40223
Jay Lafler	7134 Midlothian Turnpike Richmond, Virginia 23225
Rick Orchard	6470 Johns Crossing Duluth, Georgia 30097
Sammy Moon	701 St. Paul Street Baltimore, Maryland 21202

Tom Pafania 3015 Parental Home Road  
Jacksonville, Florida 32216

Alan Robertson 2324 Brentwood Road  
North Brook, Illinois 60062

Steve Stratton 9016 Taylorsville Road, #133  
Louisville, Kentucky 40299

David Thieman 7134 S. Yale Avenue, Suite 420  
Tulsa, Oklahoma 74136

## ARTICLE VII

### Registered Office; Registered Agent

The street address of the initial registered office of the Corporation is 2411 Bowman Avenue, Louisville, Kentucky 40217, and the name of its initial registered agent at such office is Helene S. Bowen.

## ARTICLE VIII

### Principal Office

The mailing address of the principal office of the Corporation is 2411 Bowman Avenue, Louisville, Kentucky 40217.

## ARTICLE IX

### Distribution Of Assets Upon Dissolution

If, at any time, the Corporation dissolves, the assets of the Corporation shall be applied and distributed as follows:

- (a) All liabilities and obligations of the Corporation shall be paid and discharged, or adequate provision shall be made therefore.
- (b) All of the assets of the Corporation shall be distributed to the Voting Member so long as the Voting Member is exempt under section 501(c)(3) of the Code.
- (c) If the Voting Member is not exempt under section 501(c)(3) of the Code, assets that have been received and are held by the Corporation subject to limitations permitting their use only for charitable, scientific, literary, religious, educational or similar purposes shall be transferred or conveyed to (i) one or more corporations, societies or organizations organized under the laws of any state that are exempt under section 501(c)(3) of the Code, (ii) the Federal

government or (iii) a state or local government, for a public purpose, pursuant to a plan of distribution adopted as provided by law.

(d) If the Voting Member is not exempt under section 501(c)(3) of the Code, other assets, if any, shall be transferred or conveyed to (i) one or more corporations, societies or organizations organized under the laws of any state that are exempt under section 501(c)(3) of the Code, (ii) the Federal government or (iii) a state or local government, for a public purpose, pursuant to a plan of distribution adopted as provided by law.

(e) Any assets not disposed of pursuant to the previous provisions of this ARTICLE IX shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located to such organizations, as the court shall determine, which are organized and operated exclusively for charitable purposes and are exempt under section 501(c)(3) of the Code.

## ARTICLE X

### Incorporator

Emily M. Dorisio, whose mailing address is 300 W. Vine Street, Suite 1100, Lexington, Kentucky 40507, is the sole incorporator of the Corporation.

## ARTICLE XI

### Indemnification of Directors and Officers

(1) To the fullest extent permitted by, and in accordance with the provisions of, Kentucky law, as the same exists or may hereafter be amended, but only to the extent not in conflict with the provisions of ARTICLE II, the Corporation shall indemnify each director and officer of the Corporation against expenses (including, but not limited to, attorney's fees), judgments, taxes, penalties, fines (including, but not limited to, any excise tax assessed with respect to any employee benefit plan) and amounts paid in settlement (collectively, a "Liability"), incurred by such director or officer in connection with defending any threatened, pending or completed action, suit or proceeding (whether civil, criminal, administrative or investigative) to which such director or officer is, or is threatened to be made, a party because such director or officer is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a member, director, officer, partner, trustee or agent of another domestic or foreign corporation, partnership, limited liability company, joint venture, trust or other enterprise, including, but not limited to, service with respect to benefits plans. A director or officer of the Corporation shall be considered to be serving an employee benefit plan at the Corporation's request if the duties of such director or officer to the Corporation also impose duties on, or otherwise involve services by, such director or officer to the plan or to participants in or beneficiaries of the plan.

(2) To the fullest extent authorized or permitted by, and in accordance with the provisions of, Kentucky law, as the same exists or may hereafter be amended, but only to the extent not in conflict with the provisions of ARTICLE II, the Corporation shall pay or reimburse

expenses (including, but not limited to, attorney's fees) incurred by a director or officer of the Corporation who is a party to a proceeding in advance of final disposition of such proceeding.

(3) The indemnification against Liability and advancement of expenses provided by, or granted pursuant to, this ARTICLE XI shall, to the fullest extent authorized or permitted by, and in accordance with the provisions of Kentucky law, as the same exists or may hereafter be amended, but only to the extent not in conflict with the provisions of ARTICLE II, not be deemed exclusive of other rights, if any, to which such director or officer of the Corporation seeking such indemnification or advancement may be entitled under the Bylaws or any agreement, action of disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office of the Corporation, shall continue as to a person who has ceased to be a director or officer of the Corporation, and shall inure to the benefit of the heirs, executors and administrators of such a person.

(4) Any repeal or modification of this ARTICLE XI shall not adversely affect any right or protection of a director or officer of the Corporation under this ARTICLE XI with respect to any act or omission occurring prior to the time of such repeal or modification.

## ARTICLE XII

### Elimination Of Certain Liability Of Directors

A director of the Corporation shall not be personally liable to the Corporation for monetary damages for breach of such director's duties as a director; provided, however, that this provision shall not eliminate or limit the liability of a director for the following: (i) for any transaction in which such director's personal financial interest is in conflict with the financial interests of the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or are known to such director to be a violation of law or (iii) for any transaction from which such director derived an improper personal benefit. This ARTICLE XII shall continue to be applicable with respect to any such breach of duties by a director of the Corporation as a director notwithstanding that such director may thereafter cease to be a director and shall inure to the personal benefit of such director's heirs, executors and administrators.

## ARTICLE XIII

### Private Property Of Incorporator And Directors

None of the private property of the incorporator or any director of the Corporation shall be subject to any of the Corporation's debts and liabilities.

## ARTICLE XIV

### Severability Of Provisions

Except as may conflict with the provisions of ARTICLE II, if any provision of these Articles of Incorporation, or its application to any person or circumstances, shall be held invalid by a court of competent jurisdiction, the invalidity shall not affect any other provisions or applications of these Articles of Incorporation that can be given effect without the invalid



provision or application, and to this end the provisions of these Articles of Incorporation are severable.

3rd IN TESTIMONY WHEREOF, witness the signature of the undersigned on this the February day of February, 2006.

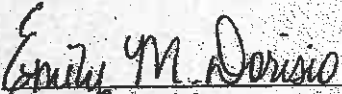
  
\_\_\_\_\_  
EMILY M. DORISIO, Incorporator

**CONSENT OF REGISTERED AGENT**

The undersigned, having been named in the Articles of Incorporation as the registered agent of the Corporation, hereby consents to serve in that capacity.

  
\_\_\_\_\_  
HELENE S. BOWEN

This instrument was prepared by:

  
\_\_\_\_\_  
Emily M. Dorisio  
Greenebaum Doll & McDonald PLLC  
300 West Vine Street, Suite 1100  
Lexington, Kentucky 40507  
(859) 231-8500

# 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) <b>National Safe Place</b>	
	Business name/disregarded entity name, if different from above	
	Check appropriate box for federal tax classification: <input type="checkbox"/> Individual/sole proprietor <input checked="" 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 type="checkbox"/> Other (see Instructions) ▶ _____	Exemptions (see instructions):  Exempt payee code (if any) _____ Exemption from FATCA reporting code (if any) _____
	Address (number, street, and apt. or suite no.) <b>2429 Crittenden Drive</b> City, state, and ZIP code <b>Louisville, KY 40217</b> List account number(s) here (optional)	Requester's name and address (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.

<b>Social security number</b>	
[ ] [ ] [ ] - [ ] [ ] - [ ] [ ] [ ] [ ]	
<b>Employer identification number</b>	
2 0 - 4 3 4 3 6 2 8	

**Part II Certification**

Under penalties of perjury, I certify that:

- 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
- 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
- I am a U.S. citizen or other U.S. person (defined below), and
- The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

**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 3.

**Sign Here**    Signature of U.S. person: *Laerin Jackson*    Date: *July 21, 2014*

**General Instructions**

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

**Future developments.** The IRS has created a page on [www.irs.gov/w9](http://www.irs.gov/w9) for information about Form W-9, at [www.irs.gov/w9](http://www.irs.gov/w9). Information about any future developments affecting Form W-9 (such as legislation enacted after we release it) will be posted on that page.

**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, payments made to you in settlement of payment card and third party network transactions, 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:

- Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
- Certify that you are not subject to backup withholding, or
- 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, and

- Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct.

**Note.** If you are a U.S. person and 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 under section 1446 on any foreign partners' share of effectively connected taxable income from such business. Further, in certain cases where a Form W-9 has not been received, the rules under section 1446 require a partnership to presume that a partner is a foreign person, and pay the section 1446 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 section 1446 withholding on your share of partnership income.



**FOCUS 2014 Conference**  
**Walk a Mile in my Shoes**

**October 1-3, 2014**  
**Louisville, KY**

**Overall Conference Evaluation**

Please rank the following questions:

	N/A	Poor	Fair	Good	Very Good	Excellent
<b>1) Please rate the overall content of this Conference:</b>						
• Content is applicable to my work	0	1	2	3	4	5
• Reflective of Innovative Theory/Practice	0	1	2	3	4	5
• Integrated practice/application of learning	0	1	2	3	4	5
• Choice of topics reflect current needs of organizations	0	1	2	3	4	5
<b>2) Please rate the quality of the Conference:</b>						
• Location of Conference	0	1	2	3	4	5
• Registration Process	0	1	2	3	4	5
• Ability to connect with participants	0	1	2	3	4	5
• Overall Conference organization	0	1	2	3	4	5
• Overall quality and value of Conference	0	1	2	3	4	5
• Quality and value of general sessions	0	1	2	3	4	5
• Learning environment created by hosts	0	1	2	3	4	5
<b>3) Please rank your learning experience at this Conference:</b>						
	Strongly Disagree	Disagree	Agree	Somewhat Agree	Strongly Agree	
• The Conference provided new information	1	2	3	4	5	
• The Conference provided information that will allow me to build my skill set	1	2	3	4	5	
• I will be more effective in my work using information presented at this Conference	1	2	3	4	5	
• I learned much at this Conference	1	2	3	4	5	
<b>4) Suggestions or comments for future annual conference topics:</b>						
<hr/> <hr/> <hr/>						
<b>5) What, if anything, should NSPN do differently to make our annual conference the best that it can be?</b>						
<hr/> <hr/> <hr/> <hr/>						
<b>6) Given the costs involved in attending the Conference, would you say that the event is ... (mark one)</b>						
___Great Value    ___Good value    ___Poor Value    ___Not Valuable						





**FOCUS 2014 Conference**  
**Walk a Mile in my Shoes**

**October 1-3, 2014**  
**Louisville, KY**

**Overall Conference Evaluation**

**Wednesday, October 1, 2014 @ 10:30 am – 12:00 pm**

Please Check One	Workshop Name	Workshop Presenter
<input type="checkbox"/>	<b>Workshop Session – 1A - TBA</b>	
<input type="checkbox"/>	<b>Workshop Session – 1B - TBA</b>	
<input type="checkbox"/>	<b>Workshop Session – 1C - TBA</b>	
<input type="checkbox"/>	<b>Workshop Session – 1D - TBA</b>	
<input type="checkbox"/>	<b>Workshop Session – 1E - TBA</b>	

**Please rank the following questions:**

	N/A	Poor	Fair	Good	Very Good	Excellent
<b>1) Please rate the overall content of this training:</b>						
• <i>Content is applicable to my work</i>	0	1	2	3	4	5
• <i>Reflective of Innovative Theory/Practice</i>	0	1	2	3	4	5
• <i>Integrated practice/application of learning</i>	0	1	2	3	4	5
• <i>Handouts were an asset to the experience</i>	0	1	2	3	4	5
<b>2) Please rate the trainer(s) of this training:</b>						
• <i>Knowledge of topic</i>	0	1	2	3	4	5
• <i>Presentation of material</i>	0	1	2	3	4	5
• <i>Ability to connect with participants</i> <i>(i.e. responsiveness, open to feedback, encourages discussion etc.)</i>	0	1	2	3	4	5

**3) Please list specific ways you plan to use this training:**

**4) Comments or suggestions for improvement of this training:**



**National Safe Place Network  
Board of Directors**

**Laurie Jackson  
President/CEO**

**Danielle White  
Executive Administrative  
Assistant**

**Tammy Hopper  
Chief Strategic  
Initiatives Officer**

**Isabel Gomez  
Chief Operations Officer  
and RHYTTAC Director  
of Logistics**

**Susan Harmon  
Director of  
Safe Place  
National  
Operations**

**Katie Carter  
Director of  
Research,  
Public Policy  
and Education**

**Mark Wolf  
RHYTTAC  
Director of  
Training**

**TC Cassidy  
RHYTTAC  
Director of  
Technical  
Assistance**

**Elizabeth  
Smith Miller  
RHYTTAC  
Electronic  
Communications  
Specialist**

**Hillary  
Ladig  
Safe Place  
Communications  
Coordinator**

**Tella Jones  
RHYTTAC  
Logistics  
Specialist**

**Sherry  
Casey  
Safe Place  
Coordinator**

**Stacy  
Meadows  
RHYTTAC  
Research &  
Outcomes  
Specialist**

**Kim  
Frierson  
RHYTTAC  
Training  
Specialist**

**Eric  
Tadatada  
RHYTTAC  
Technical  
Assistance  
Specialist**

**Receptionist  
Natalie Jones**

**UTCSW  
Graduate  
Intern**