# Return of Organization Exempt From Income Tax

**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)**

The organization may have to use a copy of this return to satisfy state reporting requirements.

## Form 990

**Department of the Treasury**  
**Internal Revenue Service**

**Return of Organization Exempt From Income Tax**

**Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)**

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### Part I  Summary

1. Briefly describe the organization's mission or most significant activities:  
   **Youth Uprising** (YU) is a 25,000 sq. ft. state-of-the-art transformation center in the heart of East Oakland dedicated to community transformation powered by the leadership of youth.

2. Check this box [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets.

3. Number of voting members of the governing body (Part VI, line 1a): 3

4. Number of independent voting members of the governing body (Part VI, line 1b): 4

5. Total number of individuals employed in calendar year 2011 (Part V, line 2a): 5

6. Total number of volunteers (estimate if necessary): 6

7a. Total unrelated business revenue from Part VIII, column (C), line 12: 0

b. Net unrelated business taxable income from Form 990-T, line 34: 0

### Part II  Revenue

<table>
<thead>
<tr>
<th>Description</th>
<th>Prior Year</th>
<th>Current Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contributions and grants (Part VIII, line 1h)</td>
<td>4,114,020</td>
<td>3,531,562</td>
</tr>
<tr>
<td>Program service revenue (Part VIII, line 2g)</td>
<td>151,843</td>
<td>273,328</td>
</tr>
<tr>
<td>Investment income (Part VIII, column (A), lines 3, 4, and 7d)</td>
<td>32,177</td>
<td>2,090</td>
</tr>
<tr>
<td>Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)</td>
<td>9,626</td>
<td>6,027</td>
</tr>
<tr>
<td>Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)</td>
<td>4,307,666</td>
<td>3,813,007</td>
</tr>
</tbody>
</table>

### Part III  Expenses

<table>
<thead>
<tr>
<th>Description</th>
<th>Prior Year</th>
<th>Current Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Grants and similar amounts paid (Part IX, column (A), lines 1-3)</td>
<td>3,742,328</td>
<td>3,525,596</td>
</tr>
<tr>
<td>Benefits paid to or for members (Part IX, column (A), line 4)</td>
<td>326,356</td>
<td>326,356</td>
</tr>
<tr>
<td>Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)</td>
<td>2,550,900</td>
<td>2,550,900</td>
</tr>
<tr>
<td>Professional fundraising fees (Part IX, column (A), line 11d)</td>
<td>39,200</td>
<td>55,392</td>
</tr>
<tr>
<td>Total fundraising expenses (Part IX, column (D), line 25)</td>
<td>1,029,969</td>
<td>1,540,890</td>
</tr>
<tr>
<td>Other expenses (Part IX, column (A), lines 11a-11d, and 12-24e)</td>
<td>4,137,853</td>
<td>5,121,878</td>
</tr>
<tr>
<td>Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)</td>
<td>1,698,131</td>
<td>-1,308,871</td>
</tr>
<tr>
<td>Revenue less expenses. Subtract line 18 from line 12</td>
<td>2,608,535</td>
<td>5,121,878</td>
</tr>
</tbody>
</table>

### Part IV  Net Assets or Fund Balances

<table>
<thead>
<tr>
<th>Description</th>
<th>Beginning of Current Year</th>
<th>End of Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total assets (Part X, line 16)</td>
<td>2,687,361</td>
<td>1,344,800</td>
</tr>
<tr>
<td>Total liabilities (Part X, line 26)</td>
<td>489,175</td>
<td>455,485</td>
</tr>
<tr>
<td>Net assets or fund balances. Subtract line 21 from line 20</td>
<td>2,198,186</td>
<td>889,315</td>
</tr>
</tbody>
</table>

### 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 information of which preparer has any knowledge.

**Signature of person filing return**

**Date**

**Name and address of principal officer**

**Employer Identification Number**

**Telephone number**

**Gross receipts**

**Form of organization**

**Year of Formation**

**State of legal domicile**

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**Preparer's name**

**Firm's name**

**Firm's address**

May the IRS discuss this return with the preparer shown above? (see instructions)

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**OMB No 1545-0047**

**2011**

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**1611 Telegraph Ave Ste 310**

**Crosby & Kaneda, CPAs**

**Oakland, CA 94612-2151**

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**For Paperwork Reduction Act Notice, see the separate instructions**
1. Briefly describe the organization's mission.
   See Schedule O

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

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

4. Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. 
   Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

<table>
<thead>
<tr>
<th>Code</th>
<th>Expenses</th>
<th>Revenue</th>
</tr>
</thead>
<tbody>
<tr>
<td>4a</td>
<td>$1,748,776</td>
<td>$237,080</td>
</tr>
<tr>
<td>4b</td>
<td>$955,114</td>
<td></td>
</tr>
<tr>
<td>4c</td>
<td>$774,165</td>
<td>$13,618</td>
</tr>
<tr>
<td>4d</td>
<td>$460,476</td>
<td>$22,630</td>
</tr>
</tbody>
</table>

Total program service expenses: $3,938,531
<table>
<thead>
<tr>
<th></th>
<th>Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>2</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>3</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Section 501(c)(3) organizations</th>
<th>Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>4</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>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? If 'Yes,' complete Schedule C, Part III</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>5</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>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? If 'Yes,' complete Schedule D, Part I</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>6</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>7</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>8</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>9</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>10</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>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</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>11</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

   a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI | Yes | No |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>11a</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

   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? If 'Yes,' complete Schedule D, Part VII | Yes | No |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>11b</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

   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? If 'Yes,' complete Schedule D, Part VIII | Yes | No |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>11c</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

   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? If 'Yes,' complete Schedule D, Part IX | Yes | No |
<table>
<thead>
<tr>
<th></th>
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<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>11d</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

   e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X | Yes | No |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>11e</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

   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)? If 'Yes,' complete Schedule D, Part X | Yes | No |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>11f</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>12</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

   b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional | Yes | No |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>12b</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>13</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization maintain an office, employees, or agents outside of the United States?</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>14</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

   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? If 'Yes,' complete Schedule F, Parts I and IV | Yes | No |
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>14b</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>15</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>16</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>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? If 'Yes,' complete Schedule G, Part I (see instructions)</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>17</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>18</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>19</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>20</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>20b</td>
<td></td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>
**Form 990 (2011) Youth Uprising 20-3321544 Page 4**

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

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>21 Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>22 Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If 'Yes,' complete Schedule I, Parts I and III</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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, and that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule E</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>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?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If 'Yes,' complete Schedule L, Part II</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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):</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>29 Did the organization receive more than $25,000 in non-cash contributions? If 'Yes,' complete Schedule M</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>34 Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>b 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</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? Note: All Form 990 filers are required to complete Schedule O</td>
<td></td>
<td>X</td>
</tr>
</tbody>
</table>
**Statements Regarding Other IRS Filings and Tax Compliance**

Check if Schedule O contains a response to any question in this Part V.

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Enter the number reported in Box 3 of Form 1096. Enter -0 if not applicable.</td>
<td>1a 111</td>
<td>1b 0</td>
</tr>
<tr>
<td>b Enter the number of Forms W-2G included in line 1a. Enter -0 if not applicable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gaming) winnings to prize winners?</td>
<td>1c X</td>
<td></td>
</tr>
<tr>
<td>2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return</td>
<td>2a 209</td>
<td>2b X</td>
</tr>
<tr>
<td>b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3a Did the organization have unrelated business gross income of $1,000 or more during the year?</td>
<td>3a X</td>
<td>3b</td>
</tr>
<tr>
<td>b If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?</td>
<td>4a X</td>
<td></td>
</tr>
<tr>
<td>b If 'Yes,' enter the name of the foreign country:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?</td>
<td>5a X</td>
<td>5b</td>
</tr>
<tr>
<td>b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?</td>
<td>5c</td>
<td></td>
</tr>
<tr>
<td>6a Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?</td>
<td>6a X</td>
<td>6b</td>
</tr>
<tr>
<td>b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Organizations that may receive deductible contributions under section 170(c).</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?</td>
<td>7a X</td>
<td>7b</td>
</tr>
<tr>
<td>b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?</td>
<td>7c X</td>
<td>7d</td>
</tr>
<tr>
<td>d If 'Yes,' indicate the number of Forms 8282 filed during the year</td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</td>
<td>7e X</td>
<td>7f</td>
</tr>
<tr>
<td>f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</td>
<td>7g</td>
<td></td>
</tr>
<tr>
<td>g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?</td>
<td>7h</td>
<td></td>
</tr>
<tr>
<td>8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?</td>
<td>8</td>
<td></td>
</tr>
<tr>
<td>9 Sponsoring organizations maintaining donor advised funds.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Did the organization make any taxable distributions under section 4966?</td>
<td>9a</td>
<td>9b</td>
</tr>
<tr>
<td>b Did the organization make a distribution to a donor, donor advisor, or related person?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 Section 501(c)(7) organizations. Enter:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Initiation fees and capital contributions included on Part VIII, line 12</td>
<td>10a</td>
<td>10b</td>
</tr>
<tr>
<td>b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities</td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Section 501(c)(12) organizations. Enter:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Gross income from members or shareholders</td>
<td>11a</td>
<td>11b</td>
</tr>
<tr>
<td>b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?</td>
<td>12a</td>
<td>12b</td>
</tr>
<tr>
<td>b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year</td>
<td></td>
<td></td>
</tr>
<tr>
<td>13 Section 501(c)(29) qualified nonprofit health insurance issuers.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Is the organization licensed to issue qualified health plans in more than one state?</td>
<td>13a</td>
<td>13b</td>
</tr>
<tr>
<td>b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Enter the amount of reserves on hand</td>
<td>13c</td>
<td></td>
</tr>
<tr>
<td>14a Did the organization receive any payments for indoor tanning services during the tax year?</td>
<td>14a X</td>
<td>14b</td>
</tr>
<tr>
<td>b If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
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 to any question in this Part VI ...

Section A. Governing Body and Management

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 14

b Enter the number of voting members included in line 1a, above, who are independent.

   1b 14

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?

   2 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?

   3 X

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? See Schedule O.

   4 X

5 Did the organization become aware during the year of a significant diversion of the organization's assets?

   5 X

6 Did the organization have members or stockholders?

   6 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?

   7a X

b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body?

   7b X

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:

   a The governing body?

   8a X

   b Each committee with authority to act on behalf of the governing body?

   8b X

9 Is there any officer, director or 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.

   9 X

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

10a Did the organization have local chapters, branches, or affiliates?

   10a 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?

   10b

11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?

   11a X

b Describe in Schedule O the process, if any, used by the organization to review this Form 990.

   11b

12a Did the organization have a written conflict of interest policy? If 'No,' go to line 13

   12a X

b Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?

   12b X

c Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done.

   12c X

13 Did the organization have a written whistleblower policy?

   13 X

14 Did the organization have a written document retention and destruction policy?

   14 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.

   15a X

b Other officers of key employees of the organization.

   15b 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?

   16a 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 taken steps to safeguard the organization's exempt status with respect to such arrangements?

   16b X

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed.

   CA

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3))s only) available for public inspection. Indicate how you make these available. Check all that apply:

   □ Own website  X Another's website  X Upon request

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

   See Schedule O

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:

   Kevin McCahan 8711 MacArthur Blvd. Oakland CA 94605 510-777-9909
**Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

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.

<table>
<thead>
<tr>
<th>(A) Name and title</th>
<th>(B) Average hours per week (describe hours for related organizations in Schedule O)</th>
<th>(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)</th>
<th>(D) Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>(E) Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>(F) Estimated amount of other compensation from the organization and related organizations</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Clive Harrison</td>
<td>Board President 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2) Roger Purnell</td>
<td>Prior Brd Pres. 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(3) Bill Stotle</td>
<td>Board Treasurer 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(4) Robin Dozier</td>
<td>Board Secretary 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(5) Beth Eichenberger</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(6) Lesa Hammond</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(7) Stephanie Jones</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(8) Joi Lewis</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(9) Greg Lieberknecht</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(10) Tiffany Lightfoot</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(11) Nate Miley</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(12) Tomigula Moss</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(13) Adhi Nagraj</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(14) Larry Reid</td>
<td>Director 1 X X</td>
<td>0. 0. 0. 0. 0.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Part VII | Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (cont)

<table>
<thead>
<tr>
<th>(A) Name and title</th>
<th>(B) Position</th>
<th>(C) Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>(D) Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>(E) Estimated amount of other compensation from the organization and related organizations</th>
</tr>
</thead>
<tbody>
<tr>
<td>Letitia Rodley</td>
<td>Director</td>
<td>1 X 0. 0. 0.</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
</tr>
<tr>
<td>Mike Taigman</td>
<td>Director</td>
<td>1 X 0. 0. 0.</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
</tr>
<tr>
<td>Olis Simmons</td>
<td>Executive Dir.</td>
<td>60 X 209,871. 0. 39,890.</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
</tr>
<tr>
<td>Kevin McGahan</td>
<td>CFO</td>
<td>40 X 52,823. 0. 3,401.</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
</tr>
</tbody>
</table>

1. **Sub-total**: 262,694. 0. 43,291.
2. **Total from continuation sheets to Part VII, Section A**: 0. 0. 0.
3. **Total (add lines 1b and 1c)**: 262,694. 0. 43,291.

### 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.

<table>
<thead>
<tr>
<th>(A) Name and business address</th>
<th>(B) Description of services</th>
<th>(C) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

2. **Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 in compensation from the organization**: 0
### Part VIII Statement of Revenue

<table>
<thead>
<tr>
<th>Contributions, Gifts, Grants, and Other Similar Amounts</th>
<th>(A) Total Revenue</th>
<th>(B) Related or Exempt Function Revenue</th>
<th>(C) Unrelated Business Revenue</th>
<th>(D) Revenue Excluded from Tax under Sections 512, 513, or 514</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Federated campaigns</td>
<td>1,350</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Membership dues</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Fundraising events</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Related organizations</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Government grants (contributions)</td>
<td>2,387,214</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f All other contributions, gifts, grants, and similar amounts not included above</td>
<td>1,142,998</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>g Noncash contributions included in lines 1a-1f: $</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>h Total. Add lines 1a-1f.</td>
<td>3,531,562</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2a Sales and Fees</td>
<td>234,611</td>
<td>234,611</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Corner's Cafe</td>
<td>36,599</td>
<td>36,599</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Rent</td>
<td>2,118</td>
<td>2,118</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f All other program service revenue</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>g Total. Add lines 2a-2f</td>
<td>273,328</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Investment income (including dividends, interest and other similar amounts)</td>
<td></td>
<td></td>
<td>2,090</td>
<td>2,090</td>
</tr>
<tr>
<td>4 Income from investment of tax-exempt bond proceeds</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Royalties</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6a Gross rents</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less: rental expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Rental income or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Net rental income or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7a Gross amount from sales of assets other than inventory</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less: cost or other basis and sales expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Gain or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Net gain or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8a Gross income from fundraising events (not including $ of contributions reported on line 1c)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a See Part IV, line 18</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Net income or (loss) from fundraising events</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9a Gross income from gaming activities</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a See Part IV, line 19</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Net income or (loss) from gaming activities</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a Gross sales of inventory, less returns and allowances</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less: cost of goods sold</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Net income or (loss) from sales of inventory</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11a Miscellaneous</td>
<td>6,027</td>
<td>6,027</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d All other revenue</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Total. Add lines 11a-11d</td>
<td>6,027</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Total revenue. See instructions</td>
<td>3,813,007</td>
<td>273,328</td>
<td>0</td>
<td>8,117</td>
</tr>
</tbody>
</table>

**Miscellaneous Revenue**

<table>
<thead>
<tr>
<th>Miscellaneous revenue</th>
<th>Business Code</th>
</tr>
</thead>
<tbody>
<tr>
<td>11a</td>
<td>6,027</td>
</tr>
<tr>
<td>b</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
</tr>
<tr>
<td>e Total. Add lines 11a-11d</td>
<td>6,027</td>
</tr>
<tr>
<td>12 Total revenue. See instructions</td>
<td>3,813,007</td>
</tr>
</tbody>
</table>
### 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) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX.

<table>
<thead>
<tr>
<th>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII</th>
<th>(A) Total expenses</th>
<th>(B) Program service expenses</th>
<th>(C) Management and general expenses</th>
<th>(D) Fundraising expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Grants and other assistance to individuals in the United States. See Part IV, line 22</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Benefits paid to or for members</td>
<td>352,174.</td>
<td>88,423.</td>
<td>175,328.</td>
<td>88,423.</td>
</tr>
<tr>
<td>5 Compensation of current officers, directors, trustees, and key employees</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)</td>
<td>2,587,578.</td>
<td>2,070,452.</td>
<td>329,299.</td>
<td>187,827.</td>
</tr>
<tr>
<td>7 Other salaries and wages</td>
<td>66,399.</td>
<td>56,908.</td>
<td>9,491.</td>
<td>9,491.</td>
</tr>
<tr>
<td>8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)</td>
<td>273,206.</td>
<td>213,918.</td>
<td>41,672.</td>
<td>17,616.</td>
</tr>
<tr>
<td>9 Other employee benefits</td>
<td>246,239.</td>
<td>182,440.</td>
<td>41,733.</td>
<td>22,066.</td>
</tr>
<tr>
<td>11 Fees for services (non-employees)</td>
<td>124,646.</td>
<td>110,649.</td>
<td>9,064.</td>
<td>4,933.</td>
</tr>
<tr>
<td>a Management</td>
<td>14,906.</td>
<td>14,004.</td>
<td>662.</td>
<td>240.</td>
</tr>
<tr>
<td>b Legal</td>
<td>61,036.</td>
<td>49,969.</td>
<td>9,056.</td>
<td>2,011.</td>
</tr>
<tr>
<td>c Accounting</td>
<td>87,333.</td>
<td>65,389.</td>
<td>14,126.</td>
<td>7,818.</td>
</tr>
<tr>
<td>d Lobbying</td>
<td>25,965.</td>
<td>15,382.</td>
<td>10,583.</td>
<td>10,583.</td>
</tr>
<tr>
<td>e Professional fundraising services. See Part IV, line 17</td>
<td>25,965.</td>
<td>15,382.</td>
<td>10,583.</td>
<td>10,583.</td>
</tr>
<tr>
<td>f Investment management fees</td>
<td>3,079.</td>
<td>2,085.</td>
<td>825.</td>
<td>169.</td>
</tr>
<tr>
<td>g Other</td>
<td>952,010.</td>
<td>862,136.</td>
<td>77,991.</td>
<td>11,883.</td>
</tr>
<tr>
<td>12 Advertising and promotion</td>
<td>3,352.</td>
<td>2,674.</td>
<td>274.</td>
<td>404.</td>
</tr>
<tr>
<td>13 Office expenses</td>
<td>213,918.</td>
<td>195,021.</td>
<td>26,343.</td>
<td>10,269.</td>
</tr>
<tr>
<td>14 Information technology</td>
<td>14,906.</td>
<td>14,004.</td>
<td>662.</td>
<td>240.</td>
</tr>
<tr>
<td>15 Royalties</td>
<td>61,036.</td>
<td>49,969.</td>
<td>9,056.</td>
<td>2,011.</td>
</tr>
<tr>
<td>16 Occupancy</td>
<td>87,333.</td>
<td>65,389.</td>
<td>14,126.</td>
<td>7,818.</td>
</tr>
<tr>
<td>17 Travel</td>
<td>25,965.</td>
<td>15,382.</td>
<td>10,583.</td>
<td>10,583.</td>
</tr>
<tr>
<td>18 Payments of travel or entertainment expenses for any federal, state, or local public officials</td>
<td>231,633.</td>
<td>195,021.</td>
<td>26,343.</td>
<td>10,269.</td>
</tr>
<tr>
<td>19 Conferences, conventions, and meetings</td>
<td>3,352.</td>
<td>2,674.</td>
<td>274.</td>
<td>404.</td>
</tr>
<tr>
<td>20 Interest</td>
<td>124,646.</td>
<td>110,649.</td>
<td>9,064.</td>
<td>4,933.</td>
</tr>
<tr>
<td>21 Payments to affiliates</td>
<td>14,906.</td>
<td>14,004.</td>
<td>662.</td>
<td>240.</td>
</tr>
<tr>
<td>22 Depreciation, depletion, and amortization</td>
<td>61,036.</td>
<td>49,969.</td>
<td>9,056.</td>
<td>2,011.</td>
</tr>
<tr>
<td>23 Insurance</td>
<td>87,333.</td>
<td>65,389.</td>
<td>14,126.</td>
<td>7,818.</td>
</tr>
<tr>
<td>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.</td>
<td>18,548.</td>
<td>9,081.</td>
<td>9,467.</td>
<td>9,467.</td>
</tr>
<tr>
<td>a Miscellaneous</td>
<td>3,079.</td>
<td>2,085.</td>
<td>825.</td>
<td>169.</td>
</tr>
<tr>
<td>b Dues, license and service fees</td>
<td>1,573,683.</td>
<td>1,329,276.</td>
<td>254,407.</td>
<td>143,697.</td>
</tr>
<tr>
<td>c</td>
<td>1,573,683.</td>
<td>1,329,276.</td>
<td>254,407.</td>
<td>143,697.</td>
</tr>
<tr>
<td>d</td>
<td>1,573,683.</td>
<td>1,329,276.</td>
<td>254,407.</td>
<td>143,697.</td>
</tr>
<tr>
<td>e All other expenses</td>
<td>5,121,878.</td>
<td>3,938,531.</td>
<td>774,296.</td>
<td>409,051.</td>
</tr>
<tr>
<td>25 Total functional expenses. Add lines 1 through 24e</td>
<td>5,121,878.</td>
<td>3,938,531.</td>
<td>774,296.</td>
<td>409,051.</td>
</tr>
<tr>
<td>26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Check here ▶</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SOP 98-2 (ASC 958-720)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>A. Assets</td>
<td>Beginning of year</td>
<td>End of year</td>
<td></td>
<td></td>
</tr>
<tr>
<td>----------</td>
<td>------------------</td>
<td>-------------</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1 Cash - non-interest-bearing</td>
<td>178,643.</td>
<td>91,961.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Savings and temporary cash investments</td>
<td>714,124.</td>
<td>2</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Pledges and grants receivable, net</td>
<td>1,478,343.</td>
<td>969,975.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Accounts receivable, net</td>
<td>10,179.</td>
<td>4</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 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 instructions)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Notes and loans receivable, net</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Inventories for sale or use</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Prepaid expenses and deferred charges</td>
<td>20,357.</td>
<td>57,203.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D</td>
<td>453,918.</td>
<td>285,715.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less: accumulated depreciation</td>
<td>228,257.</td>
<td>225,661.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Investments - publicly traded securities</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Investments - other securities See Part IV, line 11</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13 Investments - program-related See Part IV, line 11</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14 Intangible assets</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15 Other assets. See Part IV, line 11</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16 Total assets. Add lines 1 through 15 (must equal line 34)</td>
<td>2,687,361.</td>
<td>1,344,800.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>17 Accounts payable and accrued expenses</td>
<td>366,122.</td>
<td>378,704.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>18 Grants payable</td>
<td></td>
<td>18</td>
<td></td>
<td></td>
</tr>
<tr>
<td>19 Deferred revenue</td>
<td>123,053.</td>
<td>51,781.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>20 Tax-exempt bond liabilities</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21 Escrow or custodial account liability. Complete Part IV of Schedule D</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons’ Complete Part II of Schedule L</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23 Secured mortgages and notes payable to unrelated third parties</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>24 Unsecured notes and loans payable to unrelated third parties</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>25 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</td>
<td>25</td>
<td>25,000.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26 Total liabilities. Add lines 17 through 25</td>
<td>489,175.</td>
<td>455,485.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

B. Liabilities and net assets/fund balances

| B. Liabilities and net assets/fund balances |  | |
|-------------------------------------------|-----------------|
| 27 Unrestricted net assets | 619,761. | 214,602. |
| 28 Temporarily restricted net assets | 1,578,425. | 674,713. |
| 29 Permanently restricted net assets | | |
| Organizations that follow SFAS 117, check here □ and complete lines 27 through 29 and lines 33 and 34. | | |
| 30 Capital stock or trust principal, or current funds | | |
| 31 Paid-in or capital surplus, or land, building, or equipment fund | | |
| 32 Retained earnings, endowment, accumulated income, or other funds | 2,198,186. | 889,315. |
| 33 Total net assets or fund balances | 2,687,361. | 1,344,800. |

Form 990 (2011)
### Part XI: Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI.

1. Total revenue (must equal Part VIII, column (A), line 12)  
   - 1 3,813,007.

2. Total expenses (must equal Part IX, column (A), line 25)  
   - 2 5,121,878.

3. Revenue less expenses. Subtract line 2 from line 1  
   - 3 -1,308,871.

4. Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))  
   - 4 2,198,186.

5. Other changes in net assets or fund balances (explain in Schedule O)  
   - 5 0.

6. Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))  
   - 6 889,315.

### Part XII: Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII.

1. Accounting method used to prepare the Form 990: [Cash][Accrual][Other]  
   - If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.

2. Were the organization's financial statements compiled or reviewed by an independent accountant?  
   - a [Yes][No]  
   - b [Yes][No]

3. 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?  
   - a [Yes][No]  
   - b [Yes][No]  

---

Form 990 (2011)
**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

Attach to Form 990 or Form 990-EZ. See separate instructions.

### Name of the organization

**Youth Uprising**

**Employer identification number**

20-3321544

### Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>A church, convention of churches or association of churches described in section 170(b)(1)(A)(i).</td>
</tr>
<tr>
<td>2</td>
<td>A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)</td>
</tr>
<tr>
<td>3</td>
<td>A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).</td>
</tr>
<tr>
<td>4</td>
<td>A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state:</td>
</tr>
<tr>
<td>5</td>
<td>An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(v). (Complete Part II.)</td>
</tr>
<tr>
<td>6</td>
<td>A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).</td>
</tr>
<tr>
<td>7</td>
<td>An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)</td>
</tr>
<tr>
<td>8</td>
<td>A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)</td>
</tr>
<tr>
<td>9</td>
<td>An organization that normally receives: (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)</td>
</tr>
<tr>
<td>10</td>
<td>An organization organized and operated exclusively to test for public safety. See section 509(a)(4).</td>
</tr>
<tr>
<td>11</td>
<td>An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h</td>
</tr>
<tr>
<td>11a</td>
<td>Type I</td>
</tr>
<tr>
<td>11b</td>
<td>Type II</td>
</tr>
<tr>
<td>11c</td>
<td>Type III — Functionally integrated</td>
</tr>
<tr>
<td>11d</td>
<td>Type III — Other</td>
</tr>
<tr>
<td>e</td>
<td>By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).</td>
</tr>
<tr>
<td>f</td>
<td>If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box</td>
</tr>
</tbody>
</table>

### Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>(i)</td>
<td>A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?</td>
</tr>
<tr>
<td>(ii)</td>
<td>A family member of a person described in (i) above?</td>
</tr>
<tr>
<td>(iii)</td>
<td>A 35% controlled entity of a person described in (i) or (ii) above?</td>
</tr>
</tbody>
</table>

### Provide the following information about the supported organization(s)

<table>
<thead>
<tr>
<th>(i) Name of supported organization</th>
<th>(ii) EIN</th>
<th>(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))</th>
<th>(iv) Is the organization in column (i) listed in your governing document?</th>
<th>(v) Did you notify the organization in column (i) of your support?</th>
<th>(vi) Is the organization in column (i) organized in the U.S.?</th>
<th>(vii) Amount of support</th>
</tr>
</thead>
<tbody>
<tr>
<td>(A)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(B)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(C)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(D)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(E)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total

---

BAA For Paperwork Reduction Act Notice, see the instructions for Form 990 or 990-EZ.
## 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

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2007</th>
<th>(b) 2008</th>
<th>(c) 2009</th>
<th>(d) 2010</th>
<th>(e) 2011</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gifts, grants, contributions, and membership fees received. (Do not include any 'unusual grants')</td>
<td>4,775,004</td>
<td>3,508,916</td>
<td>3,415,381</td>
<td>4,114,020</td>
<td>3,531,562</td>
<td>19,344,883</td>
</tr>
<tr>
<td>2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>3 The value of services or facilities furnished by a governmental unit to the organization without charge</td>
<td>300,000</td>
<td>225,633</td>
<td>225,633</td>
<td>249,024</td>
<td>249,024</td>
<td>1,249,314</td>
</tr>
<tr>
<td>4 Total. Add lines 1 through 3</td>
<td>5,075,004</td>
<td>3,734,549</td>
<td>3,641,014</td>
<td>4,363,044</td>
<td>3,780,586</td>
<td>20,594,197</td>
</tr>
<tr>
<td>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)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>2,384,226</td>
</tr>
<tr>
<td>6 Public support. Subtract line 5 from line 4</td>
<td>18,209,971</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section B. Total Support

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2007</th>
<th>(b) 2008</th>
<th>(c) 2009</th>
<th>(d) 2010</th>
<th>(e) 2011</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>7 Amounts from line 4</td>
<td>5,075,004</td>
<td>3,734,549</td>
<td>3,641,014</td>
<td>4,363,044</td>
<td>3,780,586</td>
<td>20,594,197</td>
</tr>
<tr>
<td>8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources</td>
<td>18,656</td>
<td>32,177</td>
<td>2,090</td>
<td></td>
<td></td>
<td>52,923</td>
</tr>
<tr>
<td>9 Net income from unrelated business activities, whether or not the business is regularly carried on</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>0</td>
</tr>
<tr>
<td>10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV) See Part IV</td>
<td>466</td>
<td>1,112</td>
<td>882</td>
<td>7,084</td>
<td>6,027</td>
<td>15,571</td>
</tr>
<tr>
<td>11 Total support. Add lines 7 through 10</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>20,662,691</td>
</tr>
<tr>
<td>12 Gross receipts from related activities, etc. (see instructions)</td>
<td>12</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>740,132</td>
</tr>
</tbody>
</table>

### Section C. Computation of Public Support Percentage

<table>
<thead>
<tr>
<th></th>
<th>14</th>
<th>15</th>
</tr>
</thead>
<tbody>
<tr>
<td>14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f))</td>
<td>88.13%</td>
<td>86.70%</td>
</tr>
</tbody>
</table>

16a 33-1/3% support test – 2011. If the organization did not check the box on line 13 and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.

17a 10%-facts-and-circumstances test – 2011. 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.

18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions.
### Section A. Public Support

Calendar year (or fiscal yr beginning in) ►

<table>
<thead>
<tr>
<th></th>
<th>(a) 2007</th>
<th>(b) 2008</th>
<th>(c) 2009</th>
<th>(d) 2010</th>
<th>(e) 2011</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
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<tr>
<td>3</td>
<td></td>
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<tr>
<td>4</td>
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<tr>
<td>5</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Total</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7a</td>
<td>Amounts included on lines 1, 2, and 3 received from disqualified persons</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7b</td>
<td>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</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7c</td>
<td>Add lines 7a and 7b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Public support (Subtract line 7c from line 6.)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section B. Total Support

Calendar year (or fiscal yr beginning in) ►

<table>
<thead>
<tr>
<th></th>
<th>(a) 2007</th>
<th>(b) 2008</th>
<th>(c) 2009</th>
<th>(d) 2010</th>
<th>(e) 2011</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>9</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a</td>
<td>Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10b</td>
<td>Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10c</td>
<td>Add lines 10a and 10b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>Total support. (Add lines 9, 10, 11, and 12)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>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</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section C. Computation of Public Support Percentage

<table>
<thead>
<tr>
<th></th>
<th>(a) 2007</th>
<th>(b) 2008</th>
<th>(c) 2009</th>
<th>(d) 2010</th>
<th>(e) 2011</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>15</td>
<td>Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16</td>
<td>Public support percentage from 2010 Schedule A, Part III, line 15</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Section D. Computation of Investment Income Percentage

<table>
<thead>
<tr>
<th></th>
<th>(a) 2011</th>
<th>(b) 2010</th>
<th>(c) 2009</th>
<th>(d) 2008</th>
<th>(e) 2007</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>17</td>
<td>Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18</td>
<td>Investment income percentage from 2010 Schedule A, Part III, line 17</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### 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.)
Supplemental Information. Complete this part to 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.)
**Supplemental Financial Statements**

> Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
> Attach to Form 990.
> See separate instructions.

**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.

<table>
<thead>
<tr>
<th>(a) Donor advised funds</th>
<th>(b) Funds and other accounts</th>
</tr>
</thead>
<tbody>
<tr>
<td>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?</td>
<td>Yes</td>
</tr>
</tbody>
</table>

| Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and for the benefit of the donor or donor advisor, or for any purpose conferring impermissible private benefit? | Yes | 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.
   - Total number of conservation easements
   - Total acreage restricted by conservation easements
   - Number of conservation easements on a certified historic structure included in (a)
   - Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register

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)(ii) and section 170(h)(4)(B)(iii)? | Yes | No |

9. In Part XIV, 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.**

1. 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 XIV, the text of the footnote to its financial statements that describes these items.

2. 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:
   - Revenues included in Form 990, Part VIII, line 1
   - Assets included in Form 990, Part X

3. 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:
   - Revenues included in Form 990, Part VIII, line 1
   - Assets included in Form 990, Part X

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.**
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):

- [ ] Public exhibition
- [ ] Scholarly research
- [ ] Preservation for future generations
- [ ] Loan or exchange programs
- [ ] Other

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

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 XIV and complete the following table:

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1c</td>
<td></td>
</tr>
<tr>
<td>1d</td>
<td></td>
</tr>
<tr>
<td>1e</td>
<td></td>
</tr>
<tr>
<td>1f</td>
<td></td>
</tr>
</tbody>
</table>

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

b If 'Yes,' explain the arrangement in Part XIV

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

1a Beginning of year balance.

<table>
<thead>
<tr>
<th>(a) Current year</th>
<th>(b) Prior year</th>
<th>(c) Two years back</th>
<th>(d) Three years back</th>
<th>(e) Four years back</th>
</tr>
</thead>
</table>

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

b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R? [ ] Yes [ ] No

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

**Part VI** Land, Buildings, and Equipment. See Form 990, Part X, line 10.

<table>
<thead>
<tr>
<th>Description of property</th>
<th>(a) Cost or other basis (investment)</th>
<th>(b) Cost or other basis (other)</th>
<th>(c) Accumulated depreciation</th>
<th>(d) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Land.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Buildings.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Leasehold improvements</td>
<td>375,726.</td>
<td>175,559.</td>
<td>200,167.</td>
<td></td>
</tr>
<tr>
<td>d Equipment</td>
<td>78,192.</td>
<td>52,698.</td>
<td>25,494.</td>
<td></td>
</tr>
<tr>
<td>e Other</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Total.** Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c.))

225,661.

BAA
### Part VII | Investments — Other Securities

See Form 990, Part X, line 12. N/A

<table>
<thead>
<tr>
<th>(a) Description of security or category (including name of security)</th>
<th>(b) Book value</th>
<th>(c) Method of valuation: Cost or end-of-year market value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Financial derivatives</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2) Closely-held equity interests</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(3) Other</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(4)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(5)</td>
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<td>(6)</td>
<td></td>
<td></td>
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<tr>
<td>(7)</td>
<td></td>
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<tr>
<td>(8)</td>
<td></td>
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<tr>
<td>(9)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(10)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total. (Column (b) must equal Form 990 Part X, column (B) line 12.) 1

### Part VIII | Investments — Program Related

See Form 990, Part X, line 13. N/A

<table>
<thead>
<tr>
<th>(a) Description of investment type</th>
<th>(b) Book value</th>
<th>(c) Method of valuation: Cost or end-of-year market value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
<td></td>
<td></td>
</tr>
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<td>(2)</td>
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<td>(8)</td>
<td></td>
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<td>(9)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(10)</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total. (Column (b) must equal Form 990, Part X, column (B) line 12.) 1

### Part IX | Other Assets

See Form 990, Part X, line 15. N/A

<table>
<thead>
<tr>
<th>(a) Description</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
<td></td>
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<tr>
<td>(2)</td>
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<td>(4)</td>
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<td>(5)</td>
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<td>(6)</td>
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<td>(7)</td>
<td></td>
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<td>(8)</td>
<td></td>
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<tr>
<td>(9)</td>
<td></td>
</tr>
<tr>
<td>(10)</td>
<td></td>
</tr>
</tbody>
</table>

Total. (Column (b) must equal Form 990, Part X, column (B), line 15.) 1

### Part X | Other Liabilities

See Form 990, Part X, line 25.

<table>
<thead>
<tr>
<th>(a) Description of liability</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Federal income taxes</td>
<td></td>
</tr>
<tr>
<td>(2) Line of Credit</td>
<td>25,000</td>
</tr>
<tr>
<td>(3)</td>
<td></td>
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<td>(4)</td>
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<td>(10)</td>
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<tr>
<td>(11)</td>
<td></td>
</tr>
</tbody>
</table>

Total. (Column (b) must equal Form 990, Part X, column (B) line 25.) 25,000

2 FIN 48 (ASC 740) Footnote. In Part XIV, 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). See Part XIV
**Part X: Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements**

1. Total revenue (Form 990, Part VIII, column (A), line 12)  
2. Total expenses (Form 990, Part IX, column (A), line 25)  
3. Excess or (deficit) for the year Subtract line 2 from line 1  
4. Net unrealized gains (losses) on investments  
5. Donated services and use of facilities  
6. Investment expenses  
7. Prior period adjustments  
8. Other (Describe in Part XIV)  
9. Total adjustments (net) Add lines 4 through 8  
10. Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9  

**Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1. Total revenue, gains, and other support per audited financial statements  
2. Amounts included on line 1 but not on Form 990, Part VIII, line 12:  
   a. Net unrealized gains on investments  
   b. Donated services and use of facilities  
   c. Recoveries of prior year grants  
   d. Other (Describe in Part XIV)  
   e. Add lines 2a through 2d  
3. Subtract line 2e from line 1  
4. Amounts included on Form 990, Part VIII, line 12, but not on line 1:  
   a. Investment expenses not included on Form 990, Part VIII, line 7b  
   b. Other (Describe in Part XIV)  
   c. Add lines 4a and 4b  
5. Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)

**Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

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

**Part XIV: Supplemental Information**

Complete this part to 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, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

---

**Part X: FIN 48 Footnote**

The Organization has evaluated its current tax positions as of June 30, 2012 and is not aware of any significant uncertain tax positions for which a reserve would be necessary.
## Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered 'Yes' to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a. 

**Name of the organization**

<table>
<thead>
<tr>
<th>Name of the organization</th>
<th>Employer identification number</th>
</tr>
</thead>
<tbody>
<tr>
<td>Youth Uprising</td>
<td>20-3321544</td>
</tr>
</tbody>
</table>

**Part A: Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17

Form 990-EZ filers are not required to complete this part.

1. Indicate whether the organization raised funds through any of the following activities. Check all that apply.
   - **a** Mail solicitations
   - **b** Internet and email solicitations
   - **c** Phone solicitations
   - **d** In-person solicitations
   - **e** Solicitation of non-government grants
   - **f** Solicitation of government grants
   - **g** Special fundraising events

2. Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?
   - **Yes** ☒
   - **No** ☐

   If 'Yes,' list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization.

<table>
<thead>
<tr>
<th>(i) Name and address of individual or entity (fundraiser)</th>
<th>(ii) Activity</th>
<th>(iii) Did fundraiser have custody or control of contributions?</th>
<th>(iv) Gross receipts from activity</th>
<th>(v) Amount paid to (or retained by) fundraiser listed in column (i)</th>
<th>(vi) Amount paid to (or retained by) organization</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mary Schmidt 254 Swett Rd Woodside CA 94062</td>
<td>Major Gifts Prg</td>
<td>☒</td>
<td>5,430.</td>
<td>27,425.</td>
<td></td>
</tr>
<tr>
<td>Hatchuel/Tabern 2560 9th, #211 Berkeley CA 94710</td>
<td>Writing Grants</td>
<td>☒</td>
<td>18,019.</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td></td>
<td></td>
<td>5,430.</td>
<td>45,444.</td>
<td>0.</td>
</tr>
</tbody>
</table>

3. List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing:

   - CA
   - [State names]
   - [State names]
   - [State names]
   - [State names]
   - [State names]
   - [State names]
   - [State names]
   - [State names]
   - [State names]
   - [State names]

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

**Schedule G (Form 990 or 990-EZ) 2011**

**TEEA3701L 01/24/12**
**Fundraising Events.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than $5,000.

<table>
<thead>
<tr>
<th>REVENUE</th>
<th>(a) Event #1</th>
<th>(b) Event #2</th>
<th>(c) Other events</th>
<th>(d) Total events (add column (a) through column (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross receipts</td>
<td>(event type)</td>
<td>(event type)</td>
<td>(total number)</td>
<td></td>
</tr>
<tr>
<td>2 Less: Charitable contributions</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Gross income (line 1 minus line 2)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Noncash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Food and beverages</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Entertainment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Other direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

10 Direct expense summary. Add lines 4 through 9 in column (d) ▶

11 Net income summary. Combine line 3, column (d), and line 10 ▶

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

<table>
<thead>
<tr>
<th>REVENUE</th>
<th>(a) Bingo</th>
<th>(b) Pull tabs/Instant bingo/progressive bingo</th>
<th>(c) Other gaming</th>
<th>(d) Total gaming (add column (a) through column (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross revenue</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Non-cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Other direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

6 Volunteer labor Yes ▶ ▶ ▶ No

7 Direct expense summary. Add lines 2 through 5 in column (d) ▶

8 Net gaming income summary. Combine lines 1, column (d) and line 7 ▶

9 Enter the state(s) in which the organization operates gaming activities:

a Is the organization licensed to operate gaming activities in each of these states? □ Yes □ No
b If 'No,' explain: ________________________________________________________________

c Is the organization licensed to operate gaming activities in each of these states? □ Yes □ No
b If 'No,' explain: ________________________________________________________________

d Were any of the organization’s gaming licenses revoked, suspended or terminated during the tax year? □ Yes □ No
b If 'Yes,' explain. ________________________________________________________________
11 Does the organization operate gaming activities with nonmembers?  
Yes  No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?  
Yes  No

13 Indicate the percentage of gaming activity operated in  
a The organization's facility.  
13a %  
b An outside facility  
13b %

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:  
Name  
Address

15a Does the organization have a contact with a third party from whom the organization receives gaming revenue?  
Yes  No

b If 'Yes,' enter the amount of gaming revenue received by the organization $ and the amount of gaming revenue retained by the third party $  
c If 'Yes,' enter name and address of the third party:  
Name  
Address

16 Gaming manager information:  
Name  
Gaming manager compensation $  
Description of services provided

17 Mandatory distributions  
a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?  
Yes  No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year $  

Part IV Supplemental Information. Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).
### Questions Regarding Compensation

1. **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.**
   
<table>
<thead>
<tr>
<th>Box</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>☐</td>
<td>First-class or charter travel</td>
</tr>
<tr>
<td>☐</td>
<td>Travel for companions</td>
</tr>
<tr>
<td>☐</td>
<td>Tax indemnification and gross-up payments</td>
</tr>
<tr>
<td>☐</td>
<td>Discretionary spending account</td>
</tr>
<tr>
<td>☐</td>
<td>Housing allowance or residence for personal use</td>
</tr>
<tr>
<td>☐</td>
<td>Payments for business use of personal residence</td>
</tr>
<tr>
<td>☐</td>
<td>Health or social club dues or initiation fees</td>
</tr>
<tr>
<td>☐</td>
<td>Personal services (e.g., maid, chauffeur, chef)</td>
</tr>
</tbody>
</table>

   **b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain.

2. Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3. **Indicate which, if any, of the following the filing organization used to establish the compensation of the organization’s CEO/Executive Director.** Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III.
   
<table>
<thead>
<tr>
<th>Box</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>☐</td>
<td>Compensation committee</td>
</tr>
<tr>
<td>☐</td>
<td>Independent compensation consultant</td>
</tr>
<tr>
<td>☐</td>
<td>Form 990 of other organizations</td>
</tr>
<tr>
<td>☐</td>
<td>Written employment contract</td>
</tr>
<tr>
<td>☐</td>
<td>Compensation survey or study</td>
</tr>
<tr>
<td>☐</td>
<td>Approval by the board or compensation committee</td>
</tr>
</tbody>
</table>

4. **During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization?**
   
   a. Receive a severance payment or change-of-control payment?
   
   b. Participate in, or receive payment from, a supplemental nonqualified retirement plan?
   
   c. Participate in, or receive payment from, an equity-based compensation arrangement?

   If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

5. **For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:**
   
   a. The organization?
   
   b. Any related organization?

   If 'Yes' to line 5a or 5b, describe in Part III.

6. **For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:**
   
   a. The organization?
   
   b. Any related organization?

   If 'Yes' to line 6a or 6b, describe in Part III.

7. **For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6?** If 'Yes,' describe in Part III.

8. Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If 'Yes,' describe in Part III.

9. If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

---

**BAA For Paperwork Reduction Act Notice, see the instructions for Form 990.**
**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 columns (D) and (E) amounts for that individual.

<table>
<thead>
<tr>
<th>(A) Name</th>
<th>(B) Breakdown of W-2 and/or 1099-MISC compensation</th>
<th>(C) Retirement and other deferred compensation</th>
<th>(D) Nontaxable benefits</th>
<th>(E) Total of columns (B)(i)-(D)</th>
<th>(F) Compensation reported as deferred in prior Form 990</th>
</tr>
</thead>
<tbody>
<tr>
<td>Olis Simmons</td>
<td>209,871. 0. 0.</td>
<td>32,500. 0.</td>
<td>7,390. 0.</td>
<td>249,761. 0.</td>
<td>0.</td>
</tr>
<tr>
<td>1</td>
<td>209,871. 0. 0.</td>
<td>32,500. 0.</td>
<td>7,390. 0.</td>
<td>249,761. 0.</td>
<td>0.</td>
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<td>16</td>
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<tr>
<td>BAA</td>
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</tr>
</tbody>
</table>
Schedule J (Form 990) 2011  Youth Uprising

Part III: Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, for Part II. Also complete this part for any additional information.
Name of the organization: Youth Uprising

Employer identification number: 20-3321544

Form 990, Part III, Line 1 - Organization Mission

Youth Uprising (YU) is a 25,000 sq. ft., state-of-the-art transformation center in the heart of East Oakland dedicated to community transformation powered by the leadership of youth. We achieve this mission through a three-pronged approach:

1. **Personal Transformation** which is supported by programs that focus on addressing the critical needs of young people, including education and career advising, health and wellness services, case management and culturally relevant programming that encourage creativity and civic engagement.

2. **Systems Change** which is attained by involvement in the development of policy work that effects change in the distribution of resources and service delivery approach for programs that affect youth and their communities.

3. **Community Economic Development** which is driven by directing the flow of private and public capital towards creating community assets and wealth; and increasing long-term labor force attachment by building education, workforce development, and job creation strategies that align with market trends.

Form 990, Part III, Line 4a - Program Service Accomplishments

The Career & Education Department provide comprehensive educational and employment services that helped 623 young people in 2011-12 to develop the skills, competencies and education that prepared them to obtain and maintain jobs, continue their education and build successful careers in order to become positive change agents in their families and the community. The department has five program strands: Supporting Youth in Education, Connecting Youth to Employment and Education, Youth Completing Secondary Education, Connecting Youth to College and Social Enterprise.

1. **Supporting Youth in Education.** YU brings targeted educational support to high risk members while helping to build the leadership of local high school students.
Form 990, Part III, Line 4a - Program Service Accomplishments

a. Homework Help for Evening Reporting Center participants. Career & Education

Department staff provides homework tutoring to participants at the Evening Reporting Center. Staff uses daily evaluations to assess progress.

b. Leadership Class Facilitation In 2011-12, YU co-facilitated Castlemont's Freshman Prep Leadership class. The class focused on public speaking, the process of petition, and recruitment work to rally support for clean bathrooms at Castlemont.

2. Connecting Youth to Employment & Education. Because successfully engaging in the workforce gives youth an exciting and positive vision of their post-high school life, YU couples subsidized employment opportunities with academic programming. These programs help young people advance in education and gain and keep employment and tangibly link employment to educational attainment for young people in order to re-engage and motivate the youth to recommit to their education.

a. Youth Academic Support and Employment Program Fiscal year 2011-2012 marked the first year that Youth UpRising ran a youth employment program independent of both Youth Employment Partnership and the Mayor's Summer Job Program. The program braids together six primary funding streams to support difficult to reach youth populations including youth on probation, in foster care, living in affordable housing as well as out of school youth. In addition YU continues to follow up with participants from 2010-2011 employment and education program in order to support to those who aren't employed or in school. While YU customizes programs to accommodate the age and life circumstances of each population, the Academic Support and Employment Program guides all participants down similar paths towards career and academic success.

   1. Orientation & Planning: Participation begins with a general orientation that helps young people set career and educational goals for themselves, and includes an academic assessment and transcript evaluation.
Form 990, Part III, Line 4a - Program Service Accomplishments

ii. Training: Pre-employment training for participants helps to set expectations, build skills and introduce young people to the world of work. YU provides weekly trainings to participants to continue building their career skills introduced in the pre-employment training. These trainings are responsive to employer feedback and tailored to the developmental needs of participants. Training includes a strong financial literacy component.

iii. Employment Placement: YU places participants in subsidized employment at participating businesses, YU departments and social enterprises, as well as county and city agencies. Participating employers receive worksite trainings in basic youth development principles and the requirements of the program. Case managers stay in communication with employers via site visits, surveys, and evaluations.

iv. Academic Support & Incentives: YU staff facilitates, incentivizes and supports academic attainment. Participants meet once a week with an advisor to help them develop and follow through on their plans to achieve their career and education goals. YU supports young people to enroll and succeed in GED courses, community college, certificate programs, and cyber high credit recovery classes. High school participants receive academic stipends to incentivize attendance, test scores, high grades, improved grades, increases in GPAs and completion/passing of major tests and projects. Foster and probation youth participate in additional academic enrichment activities, career exploration activities.

b. Job Search Program: YU UpRising offers job search classes that include a session about online applications and surveys as well as the standard job search, interview skills, and resume and cover letter writing skills. In 2011-12, YU offered a new workshop focused on helping young adults get a holiday job and supporting them to retain those jobs beyond the holidays.
Form 990, Part III, Line 4a - Program Service Accomplishments

3. Completing Secondary Education. Many YU members are disconnected from school and therefore, good jobs. YU meets young people where they are to help them complete high school and prepare for careers and post-secondary education.

a. General Educational Development Test (GED). In 2011-12, Youth UpRising grew its GED programming, and was ultimately able to host an OUSD adult school GED instructor on site at YU to teach the GED class.

b. Cyber High Academic Recovery Program. In 2011-12, YU installed and offered cyber high, OUSD's credit recovery program at YU.

4. Connecting to College. Without a neighborhood college-going culture, many young people miss out on the practical and personal supports young people rely on to successfully apply to college. YU runs two programs to fill this void.

a. SAT Workshop - In 2011-12, YU offered SAT preparation workshops to prepare young people for the SAT. YU staff worked closely with Castlemont to recruit seniors.

b. Senior Lunches - In 2011-12, Career & Education staff highlighted, encouraged, and supported a career and college culture by building relationships and connecting students to existing resources for seniors.

5. Social Enterprises. YU's Social Enterprise Hub consists of four initiatives: YU Work, YU Eat, YU Count & YU Create, each with a triple bottom line of sustainability, employment and employment training. The Social Enterprise Hub built out the infrastructure to enable more efficient growth.

a. YU Work provides green cleaning, janitorial, façade, grounds keeping and neighborhood improvement services to individual businesses, nonprofit organizations, and merchant groups.

b. YU Eat is a green restaurant, café and catering service. This café is the only
Form 990, Part III, Line 4a - Program Service Accomplishments

The purveyor of healthy food within a 10 block radius, every dollar in business at the café represents a dollar that stayed in East Oakland and was spent on healthy wholesome food. In 2011-12, the café launched a spin-off café at the 81st street library.

c. YU Count provides data and content management, input and research services to individual businesses, nonprofit organizations, and government agencies. The YU Count team provides industry specific internet research, translation, telemarketing, survey, data input, and clerical services.

d. YU Create provides digital media, music, design, events, and marketing. YU CREATE provided PSA production, filming, and design services.

Form 990, Part III, Line 4b - Program Service Accomplishments

The Health & Wellness Department provides high quality, culturally competent services that support healing and empower the development of self-worth, self-awareness, and self-determination as young people set and achieved goals and engaged in the vital process of healing and personal transformation. Over the 2011-2012 fiscal year, the department provided health & wellness services to 703 young people. The department has seven program strands: Case Management, Juvenile Justice Initiatives, Direct Therapeutic Services, Group Offerings, Health Care Access, Castlemont High School CARE Team Meetings, and Consultation.

1. Case Management. The YU case management model is the foundation for YU's approach to working with young people.

   a. General Case Management. Case managers work with each young person to imagine a positive future for themselves and to develop a plan to get themselves there. Because YU is a multi-service center young people have many of the resources they need in the building, from GED courses to recording equipment, to get them where
Schedule O (Form 990 or 990-EZ) 2011

Form 990, Part III, Line 4b - Program Service Accomplishments

they want to go. Every path is different, but they all start with one on one
attention and have the same milestones: stability, self-sufficiency,
self-leadership, and community leadership.

b. Intake Case Management. YU pairs all new members with a case manager for 30 days
as part of the intake process to orient them to YU programming.

c. Intensive Case Management. ARM (Attract Retain & Movement) is YU's intensive
case management model. Case managers meet weekly with young people to develop and
follow up on individual plans and guide youth through programmatic wrap-around
services including weekly group sessions to support them in achieving their goals.
The primary focus is to enroll in and to attend school and weekly: meet with case
managers, work a subsidized job, and meet as a cohort with structured facilitation.
Each cohort attends a LeaderSHIFT retreat focused on social consciousness raising,
expressive art therapy, self-exploration, small group discussion, and team building
activities.

2. Juvenile Justice Initiatives. YU runs three programs to disconnect young people
from the juvenile justice system by applying a case management model to help them
stabilize, complete the terms of their probation, connect with school, jobs, and
services and avoid committing new law violations.

a. Evening Reporting Center. YU operates the County's first Evening Reporting
Center (ERC) in partnership with the Department of Probation. This is a critical
alternative for low to mid risk level youth, ages 13-18, who would otherwise be held
in a lock-down youth detention facility. The YU ERC provides case management,
education, arts & expression and recreational programming in addition to a hot,
nutritious dinner and transportation home.

b. Second Chance Program / JRI. In 2011-12, YU engaged in a year-long collaborative
Form 990, Part III, Line 4b - Program Service Accomplishments

Program planning with the Mentoring Center and the Alameda County Department of Probation to launch a comprehensive reentry program for mid to high risk youth and young adult offenders. The program combines reintegration planning and services to youth pre-release and post release with intensive case management, education, employment and mental health services for a year following release.

c. Measure Y JJC. YU provides case management and advocacy for youth leaving the Alameda County Juvenile Justice Center and reconnects them with educational institutions. Case managers develop individual development plans for each participant, facilitate their access to needed programs and services including employment and group services, assist in completing court orders, and monitor their school attendance and academic performance.

3. Direct Therapeutic Services / Mental Health Caseloads. Health & wellness clinicians provide mental health services to young people regardless of insurance status. The mental health team consists of two full-time mental health clinicians and a director who also carries a reduced caseload.

4. Group Offerings. YU provides therapy based youth support groups to build critical consciousness, promote mind-body health, and build skills for conscious decision-making.
   a. Think Tank (Critical Consciousness) develops critical thought on community and global current events.
   b. Chillin' the Body (Yoga) - In collaboration with the Children's Hospital neighboring clinic, staff assists youth with the healthy coping of stress and anger management in a yoga class.
   c. Man Up & Women's Circle. These weekly gender specific forums include deep
Form 990, Part III, Line 4b - Program Service Accomplishments

Discussions about money, relationships, parenthood, health, sex, drugs, trauma, violence and community service. Each workshop engages participants to socially and consciously think about the impact that they have on themselves, others and the community.

5. Health Care Access: YU offers six programs to help young people access health care services. Access to health care is a challenge for many of our youth who do not seek regular or preventive care and/or have chronic conditions for which they have been prescribed medications, but are not consistent in treatment.

a. Linked Health Center. YU links eligible youth to the health center next door, operated by Oakland Children's Hospital.

b. Health Care Enrollment. YU staff enrolls uninsured young people who were over age 19 and ineligible for Medi-cal in HEALTH PAC.

c. Holistic Health Services. YU provides chiropractic treatments, acupuncture and massage therapy on a weekly basis.

d. HIV Education and Prevention. Young people are tested for HIV and other sexually transmitted infections, in confidential drop-in tests, via a partnership with HIV Education and Prevention Project of Alameda County (HEPPAC). YU case managers and therapists referred young people to HEPPAC's intensive case management services.

e. Condom Access. YU distributes 1,000 free condoms every month along with information about proper use and accessing sexual health services through a partnership with Alameda County Public Health Department's Condom Access Project (CAP).

f. Health Ambassadors. In 2011-12, YU members developed and delivered a multimedia reproductive health curriculum at Youth UpRising, Leadership Preparatory School, and the East Oakland Youth Development Center.
Form 990, Part III, Line 4b - Program Service Accomplishments

6. Castlemont High School CARE Team Meetings YU staff participates in Castlemont High School's CARE team meetings where school staff and partners share information and strategies to support young people in their school success.

7. Consultation. Health and Wellness staff provides informal and formal consultation and general support to YU staff.

Form 990, Part III, Line 4c - Program Service Accomplishments

Community Transformation

In order to address the contextual challenges that impact our members, Youth UpRising aligns the personal transformation (PT) programming with its systems change (SC) and community development (CD) efforts. The Policy and Community Economic Development Department engages in four main strands of work: Youth Leadership Development, Systems Change, Community Economic Development and Evaluation.

1. Youth Leadership Development

YU supports young people to become the leaders we need to transform the community.

a. Rise Up! - YU works with young AmeriCorps volunteers to form a policy focused leadership team to engage young people in an afterschool workshop titled By Any Means Necessary. In 2011-12, the team focused on violence prevention in schools, political education, and reducing the achievement gap.

b. YU LEAD Youth Advisory Board - YU engages youth members to serve on a new Youth Advisory Board to ensure that the voices of YU members are heard both inside and outside the center. In 2011-12, the board surveyed non-members around Oakland and presented their findings and recommendations to the Executive Team.
Form 990, Part III, Line 4c - Program Service Accomplishments

2. Systems Change:
   - Youth UpRising leads public agency partners, young people, and community members to change public systems impact YU's community and young people.
   - a. Transportation. In 2011-12, YU staff and youth leaders screened a YU music video highlighting features of the Bus Rapid Transit System to audiences of young people across Oakland.
   - b. Education. In 2011-12, YU led seven groups of decision makers and stakeholders to change how the education system interacts with young people it has traditionally failed. These initiatives included:
     - i. Improving African American Male Achievement. YU provided technical assistance to Oakland Unified's African American Male Achievement Taskforce and led a city-wide listening campaign to ensure that the solutions and voices of young Black men informed the Taskforce's recommendations to the Oakland School Board.
     - ii. Increasing the Black Male Graduation Rate. YU served as the anchor institution for Black Boys and Men of Color Initiative that seeks to change policies and services in order to achieve 100% graduation rate among Black males.
     - iii. Planning to Transform Oakland's Schools. YU co-wrote the strategic plan for the district's Office of School Transformation to drive district-wide reform.
     - iv. Investment in School and Community Transformation. YU partnered with the district to develop an investment prospectus for comprehensive school reform and community development.
     - v. Creating a Cradle to Career Pipeline. YU led a planning and grant-writing process for the Federal Promise Neighborhood application to create a continuum of services that support young people from before birth to launching their careers.
     - vi. Building a Culture of School Community Collaboration. Castlemont Principals and YU met once a month to discuss opportunities to improve the academic experience.
Form 990, Part III, Line 4c - Program Service Accomplishments

vii. Changing Discipline Policy in California Schools. YU represented Oakland with two youth testimonials at the National Week of Action on School Discipline to shine a spotlight on the alarming rates of suspension and expulsion in California schools.

3. Community Economic Development

In 2011-12, YU developed a community economic development strategy to direct the flow of public and private capital towards creating community assets and wealth and increasing labor force attachment through education, workforce, and job creation. In 2011-12, YU partnered with key players to create new ways of understanding and growing all of East Oakland's assets.

a. Asset/Wealth Building. YU partnered with the East Bay Asian Local Development Corporation (EBALDC) to develop an equity fund to bring in new development to our community.

b. Asset Mapping. YU partnered with the East Oakland Building Healthy Communities initiative (EOBHC) to create an asset map of the resources, community economic development initiatives, and key partnerships to transform East Oakland.

c. Investing in Human Capital. YU engaged employers, public systems, and nonprofit partners to create jobs and increase demand for youth workers. YU introduced young people to role models and developed pathways to careers in growth industries.

i. Creating Jobs with Public Procurement. In partnership with the Department of General Services (DGS) and the Center for Employment Opportunities (CEO), YU developed strategies and engaged the state legislature to create jobs by leveraging public procurement.

ii. Engaging Employers to Hire Youth. In partnership with the East Bay Economic...
Development Alliance, YU developed an information campaign to build support among local employers for the summer employment program.

iii. Creating Career Pathways. YU planned and developed a program to link out-of-school youth to careers in two high-growth sectors: the health and digital media arts & design industries.

iv. Introducing Role Models. YU introduced young people to powerful role models at policy events to celebrate Chief Reed, the first African American female Fire Chief of the Oakland Fire Department (OFD) and the Honorable Judge Trina Thompson, recently appointed to the Coordinating Council on Juvenile Justice and Delinquency Prevention. Before the events, YU held teach-ins with young people.

4. Evaluation

In 2011-12, Youth UpRising created an Evaluation and Accountability department. The department coordinates the implementation and effective use of the Efforts to Outcomes database to ensure accountability around YU's deliverables and five outcomes. The 2011-2012 fiscal year saw Youth UpRising improve the use and usability of the system to monitor and assess the organization's programming and impacts. This included:

a. Improved Tracking. YU developed strategies to better display their impact through data collection and analysis.

b. Standardized Reporting Structure. YU produced and presented a monthly programming report, a quarterly impact statement report, and a fiscal year-end report.

c. Logic Models/Improved Effort and Outcome Definition. YU created logic models that graphically displayed the efforts each department undertook, along with the short term, intermediate and long term outcomes each department hopes to achieve.
Form 990, Part III, Line 4c - Program Service Accomplishments

d. Individual Service Plans. The Evaluation department piloted the individual service plan process.

e. Outside Evaluation. YU engaged professors and students from UCLA and SFSU to conduct outside evaluations of YU's programming and partnerships.

Form 990, Part III, Line 4d - Other Program Services Description

The Arts & Expression Department provides music, performing arts, multi-media, film & video, and visual arts programming. In 2011-12 the department helped over 500 young people build marketable skills, access meaningful work experiences, and express themselves through art. All participants attend orientation sessions where they reflect on their lives, and develop a critical lens for media consumption. YU builds links from Arts & Expression programming to career pathways. The department has four program strands: the Visual and Performing Arts Program, the Film & Video Program, the Multi-Media program, and the Music program.

1. Visual & Performing Arts Program

a. Visual Arts. Students learn technique and theory in graffiti, comic book and mural painting classes. Students applied their skills on the Youth UpRising Campus in an amphitheater mural project and by designing a mural for 108th and MacArthur with the acclaimed Oakland muralist Caroline Stern. YU held its first annual SKART (Skateboard Art Auction) event, where youth produced and sold decorated skateboard decks.

b. Performing Arts. Students in performing arts classes attend regular courses geared towards performance preparation. This keeps excitement high, while integrating instruction in technique and theory.

i. Dance. Students in YU dance classes learn a variety of dance styles including: jazz, modern, salsa, Hip-Hop, West African. In the classes, students
Form 990, Part III, Line 4d - Other Program Services Description

rehearsed choreographed dance performances for community festivals and regional events.

ii. DJ and Freestyle. YU offers DJ curriculum which incorporates instruction in industry-standard software and programs. YU holds bi-monthly DJ Battles and Freestyle Friday competitions.

iii. Street Theater. At this weekly class young people learn about theater concepts and about theater as activism. Students study the history of African American and Latino playwrights and actors who used their art as a form of social activism. Students learn about stage direction, auditioning techniques, improvisation, screen and stage acting techniques as well as theories including method acting, experiential acting, and interpretive acting styles. Students perform skits at events and facilitate community discussions about the issues they bring to life on stage.

2. Film & Video Program. Young people learn about documentary film making and film and video production at weekly and drop-in classes. Two Oakland-based production companies reached out to YU to create entry level positions for our youth.

a. Documentary Film Making. Students in documentary class learn about the history of documentary film making, different documentary styles, basics of video production and sound design. After analyzing potential themes and topics the students decided to produce a short film about the struggles of youth who wear ankle monitors for probation programs.

b. Film & Video Production. Young people attend film and video production classes focused on producing specific projects while offering drop-in and structured instruction on video production. Young people work on videos that captured YU’s work and produce films with community partners including public agencies and non
Form 990, Part III, Line 4d - Other Program Services Description

- profits. Major video and film projects included:

  i. Health Happens Here Multi-Media Exhibit. Young people told their stories about health focused initiatives in the Bay Area in 4 short permanent video installations for the Health Happens Here exhibit for the California Museum in Sacramento.

  ii. Digital Storytelling Project. YU captured and edited the life stories of youth members on probation.

  iii. Health Focused Episodes on KDOL. YU produced two episodes and a PSA for KDOL. One about on healthy lifestyles and eating habits, and the other about safe sex and STI/STD awareness.

  iv. Transportation Public Service Announcement. In partnership with AC Transit and Transform, YU produced a short musical PSA to inform the community of the benefits of the proposed new bus rapid transit system.

  v. Mobile Media Production workshop. YU produced 8 short videos in partnership with Intersection of the Arts, TILT and the California Shakespeare Theater Company.

3. Multi-Media Program. The multi-media program provides young people training and project-based experiential learning opportunities photography and graphic design. Students learn digital photography basics including exposure, contrast, composition, the rule of thirds and lighting systems. Students learn graphic design basics including an introduction to Adobe Photoshop, the elements of design and color balance. At weekly drop-in photo shoots students learn the basics of portraiture, modeling techniques and about setting up backdrops and lighting. Students design press kits for students and album covers for members.

4. Music Program. Students in music programming develop marketable skills and learn
Form 990, Part III, Line 4d - Other Program Services Description

- to express themselves through music.
  - a. Music Performance. Students learn the necessary skills to become music literate through a nationally recognized curriculum. Staff integrates the Berklee College of Music's PULSE curriculum into music programming. Youth that successfully complete the program are eligible for scholarships to Berklee School of Music’s five week summer program.
    - i. Beat Making. Students learn about drum patterns, musical scales, and rhythm theory. Students practice math skills to calculate beats per minute and tempo to match specific musical genres.
    - iii. Vocal Training. Students learn about pitch, harmony, tone, and breathe control.
    - iv. Independent Study for Aspiring Musicians. Students engage in independent study about the music business in order to professionalize their craft.
  - b. Music Production. Students in music production classes learn about music production and audio engineering basics in YU's state of the art music recording and production studios. In addition to individual and classroom instruction, students produce projects and provide audio support at events, both internal and external.
    - YU offers music studio drop in services as well as music production independent study. In 2011-2012 YU produced recordings of high school vocalists for the Grammy Foundation's youth artist program.

Form 990, Part VI, Line 4 - Significant Changes to Organizational Documents

Language related to Committee formation and leadership was added or revised in the bylaws.
Form 990, Part VI, Line 11b - Form 990 Review Process

The 990 is initially reviewed and approved by the CFO. It is then distributed to the President & CEO and the Audit Committee for review and approval. After that review, the 990 is loaded onto a website that can be accessed by all Board members for review.

Form 990, Part VI, Line 12c - Explanation of Monitoring and Enforcement of Conflicts

Board members are required to annually disclose any interests that could possibly lead to a conflict.

Form 990, Part VI, Line 15a - Compensation Review & Approval Process for CEO, Exec. Dir., or Top Mgmt

Due to budgetary constraints, no changes were made to compensation for the President & CEO. If a change of compensation were to be considered, the Board of Trustees determines the compensation package of the President & CEO. A comparability study is conducted and the deliberation and decision is documented in the meeting minutes of the board of trustees.

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

The documents are available to the public upon request.
### Part II, Line 10 - Other Income

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<td>$7,084.</td>
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Form 8868
Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709
Department of the Treasury
Internal Revenue Service

File a separate application for each return.

- 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 and click on e-file for Charities & Nonprofits.

**Automatic 3-Month Extension of Time. Only submit original (no copies needed).**
A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only

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

Enter filer's identifying number, see instructions

<table>
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<tr>
<th>Type or print</th>
<th>Employer identification number (EIN) or Social security number (SSN)</th>
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<tbody>
<tr>
<td>Youth Uprising</td>
<td>20-3321544</td>
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File by the due date for filing your return. See instructions

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<tr>
<th>Name of exempt organization or other filer, see instructions</th>
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<tr>
<td>Youth Uprising X 20-3321544</td>
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</tbody>
</table>

City, town or post office, state, and ZIP code For a foreign address, see instructions

Oakland, CA 94605

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

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<th>Return Code</th>
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<tbody>
<tr>
<td>Form 990</td>
<td>01</td>
<td>Form 990-T (corporation)</td>
<td>07</td>
</tr>
<tr>
<td>Form 990-BL</td>
<td>02</td>
<td>Form 1041-A</td>
<td>08</td>
</tr>
<tr>
<td>Form 990-EZ</td>
<td>01</td>
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<td>Form 990-PF</td>
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<td>Form 5227</td>
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<tr>
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<td>Form 6069</td>
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<td>Form 8870</td>
<td>12</td>
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</tbody>
</table>

The books are in the care of The Organization

Telephone No. 510-777-9909 FAX No. 510-777-9949

- 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 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 2/15/2013, 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 7/01/2011 and ending 6/30/2012

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions 3a $ 0.

b If this application is for Form 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 3b $ 0.

c Balance due. Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions 3c $ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

BAA For Paperwork Reduction Act Notice, see Instructions.
If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box. 

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

### Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

**Enter filer's identifying number, see instructions**

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<th>Type or print</th>
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<td>Crossey &amp; Kaneda, CPAs</td>
<td>20-3321544</td>
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<td></td>
<td>1611 Telegraph Ave Ste 318</td>
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<tr>
<td></td>
<td>City, town or post office, state, and ZIP code For a foreign address, see instructions</td>
<td>Oakland, CA 94612-2151</td>
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STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of The Organization
- Telephone No. 510-777-9909
- FAX No. 510-777-9949
- 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.

5 For calendar year 7/1/12, or other tax year beginning 7/01, 2011, and ending 6/30, 2012.
6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return Change in accounting period
7 State in detail why you need the extension. Taxpayer respectfully requests additional time to gather information necessary to file a complete and accurate tax return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions 8a $...

8b If this application is for Form 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 and any amount paid previously with Form 8868. 8b $...

8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions 8c $...

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Adele Kaneda Title CPA Date 2/11/13

BAA