COMMITTEE ON NATURAL RESOURCES
Disclosure Form
As required by and provided for in House Rule XI, clause 2(g) and
the Rules of the Committee on Natural Resources

Oversight hearing on *"The Chu Memorandum: Directives Could Increase Electricity Costs for over 40 Million Families and Small Businesses."*

For Individuals:

1. Name:

2. Address:

3. Email Address:

4. Phone Number:

* * * * *

For Witnesses Representing Organizations:

1. Name: Jim Baak, Director of Policy for Utility-Scale Solar

2. Name of Organization(s) You are Representing at the Hearing: The Vote Solar Initiative

3. Business Address: 300 Brannan St., Suite 609, San Francisco, CA, 94107

4. Business Email Address: [Information redacted for privacy]

5. Business Phone Number: [Information redacted for privacy]

Name/Organization____Jim Baak/ The Vote Solar Initiative____
Title/Date of Hearing_The Chu Memorandum: Directives Could Increase Electricity Costs for Over 40 Million Families and Small Businesses, September 11, 2012

a. Any training or educational certificates, diplomas or degrees or other educational experiences that are relevant to your qualifications to testify on or knowledge of the subject matter of the hearing.

Bachelor of Science, Economics (magna cum laude), University of South Carolina, 1986

b. Any professional licenses, certifications, or affiliations held that are relevant to your qualifications to testify on or knowledge of the subject matter of the hearing.

No

c. Any employment, occupation, ownership in a firm or business, or work-related experiences that relate to your qualifications to testify on or knowledge of the subject matter of the hearing.

I have worked in the electric utility industry for 24 years, the first 10+ years as a rate analyst for two public power organizations (first with ElectriCities of North Carolina, Inc., then Alameda Bureau of Electricity (now called Alameda Power) located in the San Francisco Bay Area). As such, I am very familiar with public power costs and ratemaking practices, as well as the relationship between Western Area Power Administration and its preference customers.

I have also worked in a variety of other sectors of the utility industry, including working for an energy services provider (Utility.com), a utility geospatial and engineering analysis software developer and consultant (Powel Group), as an independent consultant/contractor, and for one of the nation's largest investor owned utilities (Pacific Gas & Electric Company).

Since joining The Vote Solar Initiative over four years ago as Policy Director for Utility-Scale Solar, I have increasingly become involved in regional transmission and planning issues. I currently serve as the Solar Technology Advocate for the Western Electricity Coordinating Council's Scenario Planning Steering Group, which is developing 10- and 20-year transmission plans under the Regional Transmission Expansion Planning process. I also serve on the Technical Advisory Committee to the Nevada New Energy Industry Task Force, which is developing a business case for building transmission to facilitate development of Nevada's vast renewable energy resources. **(Please note, the testimony I am providing represents my views and the views of The Vote Solar Initiative – not the views of WECC/TEPPC/SPSG or the Nevada New Energy Industry Task Force.)**

d. Any federal grants or contracts (including subgrants or subcontracts) from the *Department of the Interior (and /or other agencies invited)* that you have received in the current year and previous four years, including the source and the amount of each grant or contract.

None

e. A list of all lawsuits or petitions filed by you against the federal government in the current year and the previous four years, giving the name of the lawsuit or petition, the subject matter of the lawsuit or petition, and the federal statutes under which the lawsuits or petitions were filed.

None

Name/Organization____Jim Baak/ The Vote Solar Initiative_______________________________________

Title/Date of Hearing_The Chu Memorandum: Directives Could Increase Electricity Costs for Over 40 Million Families and Small Businesses, September 11, 2012

f. Any other information you wish to convey that might aid the Members of the Committee to better understand the context of your testimony.

The Vote Solar Initiative is a member of the Western Clean Energy Advocates (WCEA) – a diverse and growing coalition working to transform the way we produce, use and distribute energy across the West. WCEA's Clean Energy Vision is to create jobs, protect the West's wildlife, water and ecosystems, address climate change and enhance energy security. (A list of current members can be found at www.westerngrid.net/wcea/)

Several of the member organizations participated in the DOE/ Western Joint Workshops and Listening Sessions on the Future of the Grid and contributed to the written testimony submitted for this hearing.

Name/Organization____Jim Baak/ The Vote Solar Initiative____
Title/Date of Hearing_The Chu Memorandum: Directives Could Increase Electricity Costs for Over 40 Million Families and Small Businesses, September 11, 2012
In addition, for witnesses representing organizations:

g. Any offices, elected positions, or representational capacity held in the organization(s) on whose behalf you are testifying.

None

h. Any federal grants or contracts (including subgrants or subcontracts) from the *Department of the Interior (and /or other agencies invited)* that were received in the current year and previous four years by the organization(s) you represent at this hearing, including the source and amount of each grant or contract for each of the organization(s).

The Vote Solar Initiative is a "sub-award recipient" (equivalent to subcontractor) on a DOE grant to SolarTech - reference "EE0005348 - Solar3.0, A National Platform for Process Innovation".

The sub-award is for $79,980 over 3 years ($19,980 in 2012). Full award to SolarTech is $2.5million dispersed from 2012 - 2015. To date, the Vote Solar Initiative has not received any of this money and DOE must re-approve the grant annually, making it unlikely that Vote Solar will receive the full amount of the sub-award.

i. A list of all lawsuits or petitions filed by the organization(s) you represent at the hearing against the federal government in the current year and the previous four years, giving the name of the lawsuit or petition, the subject matter of the lawsuit or petition, and the federal statutes under which the lawsuits or petitions were filed for each of the organization(s).

None

j. A list of any countries from which the organization(s) you represent at the hearing have received foreign donations and the total amount of donations received from each country, for the current year and the previous four years, by each organization.

None

k. For tax-exempt organizations and non-profit organizations, copies of the three most recent public IRS Form 990s (including Form 990-PF, Form 990-N, and Form 990-EZ) for each of the organization(s) you represent at the hearing (not including any contributor names and addresses or any information withheld from public inspection by the Secretary of the Treasury under 26 U.S.C. 6104)).

Attached

CT # 94566

Form **990** | **Return of Organization Exempt From Income Tax** | OMB No. 1545-0047 **2010**

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

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

A For the 2010 calendar year, or tax year beginning , 2010, and ending ,

B Check if applicable:
- [ ] Address change
- [ ] Name change
- [ ] Initial return
- [ ] Terminated
- [ ] Amended return
- [ ] Application pending

C Tides Center
PO Box 29907
San Francisco, CA 94129-0907

D Employer Identification Number: 94-3213100

E Telephone number: (415) 561-6300

G Gross receipts $ 96,619,220.

F Name and address of principal officer: Lori Eason
Same As C Above

H(a) Is this a group return for affiliates? [ ] Yes [X] No
H(b) Are all affiliates included? [ ] Yes [ ] No
If 'No,' attach a list. (see instructions)

I Tax-exempt status [X] 501(c)(3) [ ] 501(c) ( ) ◄ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ► www.tides.org

H(c) Group exemption number ►

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ► **L** Year of Formation: 1994 **M** State of legal domicile: CA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: To promote and support emerging social change and educational programs.

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	8
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	5
5	Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	851
6	Total number of volunteers (estimate if necessary)	6	1,000
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	11,649.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	10,649.

		Prior Year	Current Year
Revenue			
8	Contributions and grants (Part VIII, line 1h)	60,111,511.	84,029,370.
9	Program service revenue (Part VIII, line 2g)	8,109,291.	9,296,421.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	863,463.	964,667.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-112,697.	-42,434.
12	Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	68,971,568.	94,248,024.
Expenses			
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	5,959,805.	17,386,308.
14	Benefits paid to or for members (Part IX, column (A), line 4)		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	37,463,055.	39,886,211.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	197,706.	205,253.
b	Total fundraising expenses (Part IX, column (D), line 25) ► 5,693,065.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	34,298,634.	37,742,834.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	77,919,200.	95,220,606.
19	Revenue less expenses. Subtract line 18 from line 12	-8,947,632.	-972,582.

Net Assets or Fund Balances		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	77,764,176.	77,295,676.
21	Total liabilities (Part X, line 26)	8,207,246.	8,457,182.
22	Net assets or fund balances. Subtract line 21 from line 20	69,556,930.	68,838,494.

Part II Signature Block

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

Sign Here

► [redacted]
Signature of officer — Date

► MELISSA BRADLEY — 11/8/11
Type or print name and title.

Paid Preparer Use Only

Print/Type preparer's name: Carol Duffield [redacted]

Check [ ] if self-employed — PTIN: N/A

Firm's name ► Fontanello, Duffield & Otake, LLP

Firm's address ► 44 Montgomery Street, Suite 2019
San Francisco, CA 94104

Firm's EIN ► N/A

Phone no. (415) 983-0200

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

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ► [X]

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).

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

Type or print	Name of exempt organization Tides Center	**Employer identification number** 94-3213100
File by the extended due date for filing the return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions. PO Box 29907	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. San Francisco, CA 94129-0907	

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

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

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 ► Lori Eason

Telephone No. ► (415) 561-6300 FAX No. ►

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

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

4 I request an additional 3-month extension of time until 11/15 , 20 11.

5 For calendar year 2010 , or other tax year beginning ____ , 20 __ , and ending ____ , 20 __ .

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 .. The Organization requires additional time to gather the information necessary to file a complete and accurate 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**	$
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 and any amount paid previously with Form 8868	**8b**	$
c 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

Under penalties of [redacted]ing accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and comp[redacted]

Signature ► [redacted]le ► CPA Date ► 8/10/11

COPY

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

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

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

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

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

Type or print

File by the due date for filing your return. See instructions.

Name of exempt organization: Tides Center
Employer identification number: 94-3213100
Number, street, and room or suite number. If a P.O. box, see instructions.: PO Box 29907
City, town or post office, state, and ZIP code. For a foreign address, see instructions.: San Francisco, CA 94129-0907

COPY

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

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

- The books are in the care of. ► Lori Eason

Telephone No. ► (415) 561-6300 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____. If this is for the whole group, check this box . ► [ ] . If it is for part of the group, check this box. ► [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [X] calendar year 20 10 or
► [ ] tax year beginning ______, 20 ___, and ending ______, 20 ___.

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.

Part III **Statement of Program Service Accomplishments**

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

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 exempt purpose achievements for each of the organization's three largest program services 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.

4a (Code:) (Expenses $ 30,090,376. including grants of $ 8,491,112.) (Revenue $ 2,718,085.)

The Policy, Strategy, & Global Initiatives program utilizes strategies such as media outreach, civic engagement, and leadership development, among other methods in policy research and advocacy. Projects in this program work in issues ranging from religion, ethics, and conscience to human rights and social justice; from international development and anti-globalization to government reform and economic opportunity. These projects serve a variety of constituents and place particular emphasis on the most vulnerable populations, including women, migrants and refugees, and racial, ethnic and sexual minorities.

4b (Code:) (Expenses $ 24,436,342. including grants of $ 8,072,233.) (Revenue $ 1,982,521.)

See Schedule O

4c (Code:) (Expenses $ 17,020,831. including grants of $ 822,963.) (Revenue $ 4,595,815.)

See Schedule O

4d Other program services. (Describe in Schedule O.) See Schedule O

(Expenses $ 1,627,840. including grants of $) (Revenue $)

4e Total program service expenses ► 73,175,389.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If 'Yes,' complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors? (see instructions)	2	X	
3	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*	3		X
4	**Section 501(c)(3) organizations.** 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*	4	X	
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If 'Yes,' complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where 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*	6	X	
7	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*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		X
9	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*	9		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings and equipment in Part X, line 10? *If 'Yes,' complete Schedule D, Part VI*	11a	X	
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*	11b		X
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*	11c		X
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*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*	11e	X	
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*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If 'Yes,' complete Schedule D, Parts XI, XII, and XIII*	12a		X
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*	12b	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? *If 'Yes,' complete Schedule F, Parts I and IV*	14b	X	
15	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*	15	X	
16	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*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If 'Yes,' complete Schedule G, Part I (see instructions)*	17	X	
18	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*	18	X	
19	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*	19		X
20 a	Did the organization operate one or more hospitals? *If 'Yes,' complete Schedule H*	20		X
b	If 'Yes' to line 20a, did the organization attach its audited financial statements to this return? **Note.** Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)	20b		

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

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

			Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	1,028		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	X	
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	2a	851		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file*. (see instructions)				
3a Did the organization have unrelated business gross income of $1,000 or more during the year?		3a	X	
b If 'Yes' has it filed a Form 990-T for this year? *If 'No,' provide an explanation in Schedule O*		3b	X	
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)?		4a		X
b If 'Yes,' enter the name of the foreign country: ►				
See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.				
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		5c		
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?		6a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7 Organizations that may receive deductible contributions under section 170(c).				
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?		7a	X	
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		7b	X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		X
d If 'Yes,' indicate the number of Forms 8282 filed during the year	7d			
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h		
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?		8		X
9 Sponsoring organizations maintaining donor advised funds.				
a Did the organization make any taxable distributions under section 4966?		9a		X
b Did the organization make a distribution to a donor, donor advisor, or related person?		9b		X
10 Section 501(c)(7) organizations. Enter:				
a Initiation fees and capital contributions included on Part VIII, line 12	10a			
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11 Section 501(c)(12) organizations. Enter:				
a Gross income from members or shareholders	11a			
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		12a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b			
13 Section 501(c)(29) qualified nonprofit health insurance issuers.				
a Is the organization licensed to issue qualified health plans in more than one state?		13a		
Note. See the instructions for additional information the organization must report on Schedule O.				
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	13b			
c Enter the amount of reserves on hand	13c			
14a Did the organization receive any payments for indoor tanning services during the tax year?		14a		X
b If 'Yes,' has it filed a Form 720 to report these payments? *If 'No,' provide an explanation in Schedule O*		14b		

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

Check if Schedule O contains a response to any question in this Part VI . . . [X]

Section A. Governing Body and Management

		Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year . . . **1a** 8			
b Enter the number of voting members included in line 1a, above, who are independent . . . **1b** 5			
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?	4		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5		X
6 Does the organization have members or stockholders? See Schedule O	6	X	
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	X	
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons? See Sch O	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.)*

		Yes	No
10a Does the organization have local chapters, branches, or affiliates?	10a		X
b If 'Yes,' does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b		
11a Has the organization provided a 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. See Schedule O			
12a Does the organization have a written conflict of interest policy? *If 'No,' go to line 13*	12a	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? *If 'Yes,' describe in Schedule O how this is done* . . . See Schedule O	12c	X	
13 Does the organization have a written whistleblower policy?	13	X	
14 Does 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. See Schedule O	15a	X	
b Other officers of key employees of the organization. . . See Schedule O	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,' has the organization adopted 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		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▸ See Schedule O

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 [ ] 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. See Schedule O

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

▸ Lori Eason PO Box 29907 San Francisco, CA 94129-0907 (415) 561-6300

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

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

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

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

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

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

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Individual trustee or director	(C) Institutional trustee	(C) Officer	(C) Key employee	(C) Highest compensated employee	(C) Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) Melissa Bradley CEO	2	X		X				0.	49,831.	129.
(2) Dan Carol Director	1	X						0.	0.	0.
(3) John O'Neil Director	1	X						0.	0.	0.
(4) Lawrence Litvak Dir./Vice Chair	1	X		X				0.	0.	0.
(5) Maya Wiley Director	40	X						120,000.	0.	5,443.
(6) Noa Emmett Aluli, MD Director	1	X						0.	0.	0.
(7) Stephanie Clohesy Director/Chair	1	X		X				13,800.	0.	0.
(8) Drummond Pike CEO/Ex Officio	2	X		X				0.	240,000.	28,636.
(9) Iara Peng Director	1	X						30,458.	0.	65.
(10) Vikki Spruill Director	1	X						0.	0.	0.
(11) Kim Sarnecki Secretary	0.5			X				0.	73,040.	10,419.
(12) Lori Eason Treasurer	40			X				131,185.	0.	10,861.
(13) Carla Dartis Managing Director	40				X			175,632.	0.	21,529.
(14) Thomas G. David Proj Sr Strtgst	24					X		154,848.	0.	21,627.
(15) Giovanna Taormina Project Dir.	40					X		157,500.	0.	11,058.
(16) Daniel Weintraub Project Dir.	40					X		170,000.	0.	9,748.
(17) Alan Jenkins Project Dir.	40					X		184,363.	0.	31,026.

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Sch O)	(C) Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(18) Nancy Soderberg Managing Dir	40					X		154,500.	0.	2,124.
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										
(26)										
(27)										
(28)										
(29)										
1 b Sub-total ►								1,292,286.	362,871.	152,665.
c Total from continuation sheets to Part VII, Section A ►								0.	0.	0.
d Total (add lines 1b and 1c) ►								1,292,286.	362,871.	152,665.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 in reportable compensation from the organization ► 48

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization.

(A) Name and business address	(B) Description of services	(C) Compensation
Ironworks Consulting, LLC P.O. Box 791259 Baltimore, MD 21279-1259	Consulting Services	173,600.
Participata, LLC 1707 Eye Street, Bakersfield, CA 93380-1075	Consulting Services	196,686.
Manatt Health Solutions [redacted]	Consulting Services	388,914.
Sujansky & Associates, LLC 751 Laurel Street #112 San Carolos, CA 94	Consulting Services	164,000.
Hood & Strong, LLP 100 First Street, 14th Floor, SF, CA 94105-4631	Audit Services	157,000.

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 ► 16

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c 453,136.				
	d Related organizations	1d 4,866,220.				
	e Government grants (contributions)	1e 9,197,843.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 69,512,171.				
	g Noncash contributions included in lns 1a-1f:	$ 289,429.				
	h Total. Add lines 1a-1f	►	84,029,370.			
PROGRAM SERVICE REVENUE		Business Code				
	2a Program Revenues	900099	9,284,772.	9,284,772.		
	b Prgm Rev - Advertising	516110	11,649.		11,649.	
	c					
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f	►	9,296,421.			
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)	►	855,748.			855,748.
	4 Income from investment of tax-exempt bond proceeds	►				
	5 Royalties	►				
		(i) Real / (ii) Personal				
	6a Gross Rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)	►				
		(i) Securities / (ii) Other				
	7a Gross amount from sales of assets other than inventory	(i) 2,257,120.				
	b Less: cost or other basis and sales expenses	(i) 2,146,552. / (ii) 1,649.				
	c Gain or (loss)	(i) 110,568. / (ii) -1,649.				
	d Net gain or (loss)	►	108,919.			108,919.
	8a Gross income from fundraising events (not including $ 453,136. of contributions reported on line 1c). See Part IV, line 18	a 180,561.				
	b Less: direct expenses	b 222,995.				
	c Net income or (loss) from fundraising events	►	-42,434.			-42,434.
	9a Gross income from gaming activities. See Part IV, line 19	a				
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities	►				
	10a Gross sales of inventory, less returns and allowances	a				
	b Less: cost of goods sold	b				
	c Net income or (loss) from sales of inventory	►				
	Miscellaneous Revenue	Business Code				
	11a					
	b					
	c					
	d All other revenue					
	e Total. Add lines 11a-11d	►				
	12 Total revenue. See instructions	►	94,248,024.	9,284,772.	11,649.	922,233.

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).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	17,218,024.	17,218,024.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22	163,011.	163,011.		
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	5,273.	5,273.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	513,473.	513,473.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	31,632,751.	22,509,092.	6,580,191.	2,543,468.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	716,522.	507,060.	153,351.	56,111.
9 Other employee benefits	4,370,724.	3,081,942.	943,542.	345,240.
10 Payroll taxes	2,652,741.	1,877,260.	567,745.	207,736.
11 Fees for services (non-employees):				
a Management				
b Legal	154,254.		154,254.	
c Accounting	231,284.		231,284.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	205,253.			205,253.
f Investment management fees	95,081.	9,069.	86,012.	
g Other	17,020,376.	13,179,448.	2,404,311.	1,436,617.
12 Advertising and promotion	1,636,800.	1,634,359.	2,441.	
13 Office expenses	2,858,811.	2,176,032.	441,980.	240,799.
14 Information technology	820,047.	599,002.	221,045.	
15 Royalties				
16 Occupancy	4,428,646.	3,330,594.	952,486.	145,566.
17 Travel	3,515,877.	2,872,471.	336,118.	307,288.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,295,831.	1,058,521.	124,043.	113,267.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	599,381.	425,714.	173,667.	
23 Insurance	417,447.	413,687.	3,760.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24f. If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O.)				
a Shared Services	2,523,456.	211,126.	2,312,330.	
b Other Expenses	664,555.	381,562.	265,786.	17,207.
c P/Y & C/Y Write-offs	583,172.	334,834.	233,238.	15,099.
d Other Project Expenses	495,310.	442,732.	3,586.	48,992.
e Payroll Processing Fees	113,737.	65,303.	45,489.	2,945.
f All other expenses	288,769.	165,800.	115,493.	7,477.
25 **Total functional expenses.** Add lines 1 through 24f	95,220,606.	73,175,389.	16,352,152.	5,693,065.
26 **Joint costs.** Check here ► ☐ if following SOP 98-2 (ASC 958-720). Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

			(A) Beginning of year		(B) End of year
ASSETS	1	Cash — non-interest-bearing	265,844.	1	4,424,532.
	2	Savings and temporary cash investments	10,548,394.	2	11,089,612.
	3	Pledges and grants receivable, net	22,477,922.	3	17,779,472.
	4	Accounts receivable, net	443,002.	4	878,793.
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	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)		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	280,004.	9	434,186.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a 5,620,448.			
	b	Less: accumulated depreciation — 10b 3,234,882.	2,540,932.	10c	2,385,566.
	11	Investments — publicly traded securities	40,693,376.	11	39,620,469.
	12	Investments — other securities. See Part IV, line 11		12	
	13	Investments — program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	514,702.	15	683,046.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	77,764,176.	16	77,295,676.
LIABILITIES	17	Accounts payable and accrued expenses	5,479,020.	17	4,899,209.
	18	Grants payable	941,588.	18	701,040.
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	15,300.	23	12,000.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities. Complete Part X of Schedule D	1,771,338.	25	2,844,933.
	26	**Total liabilities.** Add lines 17 through 25	8,207,246.	26	8,457,182.
NET ASSETS OR FUND BALANCES		**Organizations that follow SFAS 117, check here ► [X] and complete lines 27 through 29 and lines 33 and 34.**			
	27	Unrestricted net assets	12,024,841.	27	15,958,561.
	28	Temporarily restricted net assets	57,532,089.	28	52,879,933.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117, check here ► [ ] and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	69,556,930.	33	68,838,494.
	34	Total liabilities and net assets/fund balances	77,764,176.	34	77,295,676.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI [X]

1	Total revenue (must equal Part VIII, column (A), line 12)	1	94,248,024.
2	Total expenses (must equal Part IX, column (A), line 25)	2	95,220,606.
3	Revenue less expenses. Subtract line 2 from line 1	3	-972,582.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	69,556,930.
5	Other changes in net assets or fund balances (explain in Schedule O) See Schedule O	5	254,146.
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	68,838,494.

Part XII Financial Statements and Reporting

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

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

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

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.**

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization	Employer identification number
Tides Center	94-3213100

Part I **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.)

1 [ ] A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i).**

2 [ ] A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 [ ] A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 [ ] 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: ______

5 [ ] 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)(iv).** (Complete Part II.)

6 [ ] A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 [X] 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.)

8 [ ] A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 [ ] 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.)

10 [ ] An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

11 [ ] 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.

a [ ] Type I **b** [ ] Type II **c** [ ] Type III – Functionally integrated **d** [ ] Type III – Other

e [ ] 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).

f 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 [ ]

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

		Yes	No
(i) 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?	**11 g (i)**		
(ii) A family member of a person described in (i) above?	**11 g (ii)**		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	**11 g (iii)**		

h Provide the following information about the supported organization(s).

	(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section **(see instructions)**)	(iv) Is the organization in column (i) listed in your governing document? Yes	(iv) No	(v) Did you notify the organization in column (i) of your support? Yes	(v) No	(vi) Is the organization in column (i) organized in the U.S.? Yes	(vi) No	(vii) Amount of support
(A)										
(B)										
(C)										
(D)										
(E)										
Total										

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include 'unusual grants.')	49859754.	72506209.	88985021.	60111511.	84209931.	355672426.
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
4 **Total.** Add lines 1 through 3	49859754.	72506209.	88985021.	60111511.	84209931.	355672426.
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)						48,643,732.
6 **Public support.** Subtract line 5 from line 4						307028694.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4	49859754.	72506209.	88985021.	60111511.	84209931.	355672426.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	1,468,532.	1,709,489.	1,524,288.	930,343.	855,748.	6,488,400.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						0.
11 **Total support.** Add lines 7 through 10						362160826.

12 Gross receipts from related activities, etc (see instructions) | 12 | 37,019,824.

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

Section C. Computation of Public Support Percentage

14	Public support percentage for 2010 (line 6, column (f) divided by line 11, column (f))	14	84.8 %
15	Public support percentage from 2009 Schedule A, Part II, line 14	15	83.7 %

16a **33-1/3% support test – 2010.** 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 ► [X]

b **33-1/3% support test – 2009.** If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

17a **10%-facts-and-circumstances test – 2010.** 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 ► ☐

b **10%-facts-and-circumstances test – 2009.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ► ☐

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 ► ☐

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

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

Section A. Public Support

Calendar year (or fiscal yr beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants.')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 **Total support.** (Add lns 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15	Public support percentage for 2010 (line 8, column (f) divided by line 13, column (f))	15	%
16	Public support percentage from 2009 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2010** (line 10c, column (f) divided by line 13, column (f))	17	%
18	Investment income percentage from **2009** Schedule A, Part III, line 17	18	%

19a **33-1/3% support tests – 2010.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

b **33-1/3% support tests – 2009.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

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

Part IV **Supplemental Information.** 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).

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	**Schedule of Contributors** ► Attach to Form 990, 990-EZ, or 990-PF	OMB No. 1545-0047 **2010**

Name of the organization	Employer identification number
Tides Center	94-3213100

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	[X] 501(c)(3) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[ ] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
Tides Center	94-3213100

Part III ***Exclusively* religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** Complete cols **(a)** through **(e)** and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ► $ N/A

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

► **Complete if the organization is described below.**

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

OMB No. 1545-0047

2010

Open to Public Inspection

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

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

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

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

If the organization answered 'Yes,' to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35a (Proxy Tax), then

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

Name of organization	Employer identification number
Tides Center	94-3213100

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

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political expenditures . . . ► $

3 Volunteer hours . . .

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

1 Enter the amount of any excise tax incurred by the organization under section 4955 . . . ► $ 0.

2 Enter the amount of any excise tax incurred by organization managers under section 4955 . . . ► $ 0.

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? . . . ☐ Yes ☐ No

4a Was a correction made? . . . ☐ Yes ☐ No

b If 'Yes,' describe in Part IV.

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

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities . . . ► $

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities . . . ► $

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b . . . ► $

4 Did the filing organization file **Form 1120-POL** for this year? . . . ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

	(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter-0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

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

A Check ► ☐ if the filing organization belongs to an affiliated group.

B Check ► ☐ if the filing organization checked box A and 'limited control' provisions apply.

Limits on Lobbying Expenditures (The term 'expenditures' means amounts paid or incurred.)	**(a)** Filing organization's totals	**(b)** Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000.
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000.
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000.

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a. If zero or less, enter -0-		
i Subtract line 1f from line 1c. If zero or less, enter -0-		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ **Yes** ☐ **No**

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	**(a)** 2007	**(b)** 2008	**(c)** 2009	**(d)** 2010	**(e)** Total
2a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column (e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

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

	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?	X		
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	X		
c Media advertisements?	X		5,134.
d Mailings to members, legislators, or the public?		X	
e Publications, or published or broadcast statements?	X		43,775.
f Grants to other organizations for lobbying purposes?	X		94,000.
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		291,726.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities? If 'Yes,' describe in Part IV		X	
j Total. Add lines 1c through 1i			434,635.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If 'Yes,' enter the amount of any tax incurred under section 4912			
c If 'Yes,' enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?		X	

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

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

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

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

Part IV **Supplemental Information**

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; and Part II-B, line 1i. Also, complete this part for any additional information.

Part IV Supplemental Information *(continued)*

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11, or 12.
► Attach to Form 990. ► See separate instructions.

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

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

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	1	
2	Aggregate contributions to (during year)	202,704.	
3	Aggregate grants from (during year)	183,983.	
4	Aggregate value at end of year	18,721.	

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? [X] Yes [ ] No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? [X] 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)
- [ ] Protection of natural habitat
- [ ] Preservation of open space
- [ ] Preservation of an historically important land area
- [ ] Preservation of a certified historic structure

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

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

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

4 Number of states where property subject to conservation easement is located ►

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? [ ] Yes [ ] No

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? [ ] Yes [ ] No

9 In Part 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. Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a 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.

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

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

(ii) Assets included in Form 990, Part X ► $

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

a Revenues included in Form 990, Part VIII, line 1 ► $

b Assets included in Form 990, Part X ► $

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

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

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other ______

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

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

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

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

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

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

2 Provide the estimated percentage of the year end balance held as:

a Board designated or quasi-endowment ► ______ %
b Permanent endowment ► ______ %
c Term endowment ► ______ %

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

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

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.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		1,168,130.		1,168,130.
b Buildings				
c Leasehold improvements		751,809.	285,478.	466,331.
d Equipment		3,237,586.	2,586,951.	650,635.
e Other		462,923.	362,453.	100,470.
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ►				2,385,566.

Part VII Investments–Other Securities. See Form 990, Part X, line 12. N/A

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

Part VIII Investments–Program Related. (See Form 990, Part X, line 13) N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. *(Column (b) must equal Form 990, Part X, column (B) line 13.)* ►		

Part IX Other Assets. (See Form 990, Part X, line 15) N/A

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, column(B), line 15)* ►	

Part X Other Liabilities. (See Form 990, Part X, line 25)

(a) Description of liability	(b) Amount
(1) Federal income taxes	
(2) Liability - Agency Transactions	2,844,933.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, column (B) line 25)* ►	2,844,933.

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).

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	94,248,024.
2	Total expenses (Form 990, Part IX, column (A), line 25)	95,220,606.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	-972,582.
4	Net unrealized gains (losses) on investments	254,146.
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	254,146.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	-718,436.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	94,920,721.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a	254,146.		
b	Donated services and use of facilities	2b	195,556.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	449,702.
3	Subtract line **2e** from line **1**			3	94,471,019.
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**:				
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV.) See Part XIV	4b	-222,995.		
c	Add lines **4a** and **4b**			4c	-222,995.
5	Total revenue. Add lines **3** and **4c**. *(This must equal Form 990, Part I, line 12.)*			5	94,248,024.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	95,639,157.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	195,556.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV.)	2d			
e	Add lines **2a** through **2d**			2e	195,556.
3	Subtract line **2e** from line **1**			3	95,443,601.
4	Amounts included on Form 990, Part IX, line 25, but not on line **1**:				
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV.) See Part XIV	4b	-222,995.		
c	Add lines **4a** and **4b**			4c	-222,995.
5	Total expenses. Add lines **3** and **4c**. *(This must equal Form 990, Part I, line 18.)*			5	95,220,606.

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 XIV **Supplemental Information** *(continued)*

Tides Center 94-3213100

Schedule D, Part XII, Line 4b
Other Revenue Included On Form 990 But Not Included In F/S

Fundraising Event Exp Netted Against Rev	$	-222,995.
Total	$	-222,995.

Schedule D, Part XIII, Line 4b
Other Expenses Included On Form 990 But Not Included In F/S

Fundraising Event Exp Netted Against Rev	$	-222,995.
Total	$	-222,995.

Schedule F (Form 990)

Department of the Treasury Internal Revenue Service

Statement of Activities Outside the United States

► Complete if the organization answered 'Yes' to Form 990, Part IV, line 14b, 15, or 16.
► Attach to Form 990. ► See separate instructions.

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I **General Information on Activities Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 14b.

1 **For grantmakers.** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 **For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of grant funds outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

	(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1)					AIDS Health Care Issues,	
(2)	Central America/Caribbea				Health Education,	
(3)	n			Program Services	Human Rights AIDS Health	66,437.
(4)					Care Issues, Health	
(5)	East Asia and the Pacific			Program Services	Education, Human Rights	563,528.
(6)					AIDS Health Care Issues,	
(7)					Health Education,	
(8)	Europe			Program Services	Human Rights Community	235,214.
(9)	Middle East and North Africa			Program Services	Outreach, Human Rights	118,799.
(10)					AIDS Health Care Issues,	
(11)					Health Education,	
(12)	North America			Program Services	Human Rights AIDS Health	837,812.
(13)	Russia and the Newly				Care Issues, Health	
(14)	Independent States			Program Services	Education, Human Rights	118,908.
(15)					AIDS Health Care Issues,	
(16)					Health Education,	
(17)	South America			Program Services	Human Rights AIDS Health	290,959.
3a	Sub-total					3,548,406.
b	Total from continuation sheets to Part I					
c	Totals (add lines 3a and 3b)	0	0			3,548,406.

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 15, for any recipient who received more than $5,000. Check this box if no one recipient received more than $5,000 . . . ► ☐
Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)		S Sahara Africa	Sci/Tech Edu	5,273.	Wire Transfer		N/A	N/A
(2)								
(3)								
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								
(13)								
(14)								
(15)								
(16)								

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter . . . ► 0

3 Enter total number of other organizations or entities . . . ► 1

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	**(b)** Region	**(c)** Number of recipients	**(d)** Amount of cash grant	**(e)** Manner of cash disbursement	**(f)** Amount of non-cash assistance	**(g)** Description of non-cash assistance	**(h)** Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Part IV Foreign Forms

1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If 'Yes,' the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see instructions for Form 926)* . . . . ☐ Yes ☒ No

2 Did the organization have an interest in a foreign trust during the tax year? *If 'Yes,' the organization may be required to file Form 3520, Annual Return To Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A Annual Information Return of Foreign Trust With a U.S. Owner (see instructions for Forms 3520 and 3520-A)* . . . . ☐ Yes ☒ No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If 'Yes,' the organization may be required to file Form 5471, Information Return of U.S. Persons with respect to Certain Foreign Corporations. (see instructions for Form 5471)* . . . . ☐ Yes ☒ No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If 'Yes,' the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see instructions for Form 8621)* . . . . ☐ Yes ☒ No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If 'Yes,' the organization may be required to file Form 8865, Return of U.S. Persons with respect to Certain Foreign Partnerships. (see instructions for Form 8865)* . . . . ☐ Yes ☒ No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If 'Yes,' the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713)* . . . . ☐ Yes ☒ No

Part V Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete t his part to provide any additional information (see instructions).

Part I, Line 2 - Grantmakers Explanation For Grants Outside US

Thorough due diligence is conducted in advance of funding to determine whether a group will be an appropriate grantee. We require groups to provide proof of tax status and/or registration documents and their organizational documents. All international grants are restricted to a clearly charitable purpose and must be used exclusively for activities conducted outside of the U.S. All grantees receive a written grant agreement, and by accepting payment the grantee agrees to the conditions of the award, which provides assurance that funds will not be used for any prohibited purpose.

Continuation Sheet for Schedule F (Form 990)

► Attach to Form 990 to list additional information for Schedule F (Form 990)Part I, line 3; Part II, line 1; or Part III.
► See instructions for Schedule F (Form 990)

2010

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I **Continuation of Activities per Region.** (Schedule F (Form 990), Part I, line 3)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures in region
				Care Issues, Health	
South Asia			Program Services	Education, Human Rights	176,531.
Sub-Saharan Africa			Program Services/Grant	AIDS Hlth Care/Edu	1,140,218.
Totals ►	0	0			1,316,749.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

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

OMB No. 1545-0047
2010
Open to Public Inspection

Name of the organization: Tides Center
Employer identification number: 94-3213100

Part I **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 [X] Mail solicitations
b [X] Internet and email solicitations
c [X] Phone solicitations
d [X] In-person solicitations
e [X] Solicitation of non-government grants
f [X] Solicitation of government grants
g [X] Special fundraising events

2a 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? [X] Yes [ ] No

b 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.

	(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in column (i)	(vi) Amount paid to (or retained by) organization
1	Stephanie Yang 863 Alexandria LA CA 90029	Planning		X		30,560.	
2	FurtherThe Work 855 Meadow View Richmond CA	Grant research		X		29,516.	
3	Amanda Decetise 1020 Noe St SF CA 94114	Consulting		X		20,100.	
4	GreatEscape Adv 1112 Montana Sta Monica CA 90403	Consulting		X		20,000.	
5	Cynthia Greenbe 540 President Brooklyn NY	Consulting		X		16,000.	
6	Lisa Presta 2337 16th Ave SF CA 94116	Consulting		X		15,000.	
7	Peter Fugazzoto 18 Azalea Ave Fairfax CA 94930	Consulting		X		14,644.	
8	Genie Grants 900 Edmundson Morgan Hil CA	Grant Writing		X		11,456.	
9	Kathryn Seely 452 Rich Street Oakland CA 94609	Consulting		X		10,500.	
10	Susan Mensah Europe United Kingdom	Applicatio ns		X		10,400.	
Total ►						178,176.	0.

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.

AL AK AZ AR CA CO CT DC FL GA HI IL KS KY LA ME MD MA MI MN MS MO NH NJ NM NY NC ND OH OK OR PA RI SC TN UT VA WA WV WI

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

		(a) Event #1 Conferences (event type)	(b) Event #2 Conferences (event type)	(c) Other events 11 (total number)	(d) Total events (add column (a) through column (c))
REVENUE	1 Gross receipts	140,850.	124,174.	368,673.	633,697.
	2 Less: Charitable contributions	122,910.	105,412.	224,814.	453,136.
	3 Gross income (line 1 minus line 2)	17,940.	18,762.	143,859.	180,561.
DIRECT EXPENSES	4 Cash prizes				
	5 Noncash prizes		6,470.		6,470.
	6 Rent/facility costs	33,031.		30,311.	63,342.
	7 Food and beverages	88.		5,286.	5,374.
	8 Entertainment			5,500.	5,500.
	9 Other direct expenses	69,208.	6,323.	66,778.	142,309.
	10 Direct expense summary. Add lines 4- through 9 in column (d) ►				222,995.
	11 Net income summary. Combine line 3, column (d), and line 10 ►				-42,434.

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add column (a) through column (c))
REVENUE	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ___ % ☐ No	☐ Yes ___ % ☐ No	☐ 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: ______

10 a 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 ►

☐ Director/officer ☐ Employee ☐ Independent contractor

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).

SCHEDULE I (Form 990)

Department of the Treasury Internal Revenue Service

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

Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 21 or 22.
► Attach to Form 990.

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. See Part IV

Part II Grants and Other Assistance to Governments and Organizations in the United States.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than $5,000. Check this box if no one recipient received more than $5,000. Part II can be duplicated if additional space is needed ► [ ]

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) See Attached Statement	See Stmt	See Stmt	17,133,395.	0.	FMV	See Attached Statement	Various - See Attached Statement
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							

2 Enter total number of section 501(c)(3) and government organizations ► 94

3 Enter total number of other organizations ► 1

1(a)-Name and address of organization or government	1(a)-Name and address of organization or government	1(b)-EIN	1c-IRS section	1(d)-Cash Grant	(e) non-cash	(f) method of valuation	(g) description of non-cash	(h) Purpose of grant or assistance
A.J. Muste Memorial Institute	339 Lafayette Street, New York, New York 10012	23-7379088	501(c)(3)	$50,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support for Vamos Unidos
Adhikaar	39-06 62nd Street, #BL, Woodside, New York 11377	20-3384725	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
African Hope Committee	441 Convent Avenue Suite #4D, New York, New York 10031	04-3784718	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
After Hours Project, Inc.	1204 Broadway, Brooklyn, New York 11221	33-1007278	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
Amethyst Women's Project	1907 Mermaid Avenue, Brooklyn, New York 11224	11-3505513	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Art Works for Change	6 Hillwood Place, Oakland, California 94610	27-2306583	501(c)(3)	$5,799.19	$0.00	N/A	N/A	Spin & Close Grant
Brandworkers International	P.O. Box 1257, Long Island, NY 11101	26-0798625	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants - Second Installment
Brave New Foundation	10510 Culver Blvd, Culver City, California 90232	94-3209789	501(c)(3)	$50,000.00	$0.00	N/A	N/A	Stop Global Warming-General Operations
Bronx Academy of Arts and Dance (B.A.A.D!)	841 Barretto Street, 2nd Floor, Bronx, New York 10474	13-3997265	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts Project Grants - Renewal
Brooklyn Arts Council	55 Washington Street, Suite 218, Brooklyn, New York 11201	23-7072915	501(c)(3)	$35,000.00	$0.00	N/A	N/A	Arts - Initial Award-Haiti Cultural Exchange
Brooklyn Botanic Garden	1000 Washington Avenue, Brooklyn, New York 11225	11-2417338	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
Bushwick Housing Independence Project	144 Bleecker Street, Brooklyn, New York 11221	20-1510204	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
CAAAV Organizing Asian Communities	2473 Valentine Avenue, Bronx, New York 10458	13-3526938	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
Calpulli Mexican Dance Company	91-10 34th Avenue, 5B, Jackson Heights, New York 11372	20-0642440	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts - General Operating Support
Campaign for America's Future, Inc.	1825 K Street, NW, Suite 400, Washington, District of Columbia 20006	52-1971942	501(c)(3)	$24,000.00	$0.00	N/A	N/A	Apollo Alliance-General Operations
Careers Through Culinary Arts Program	250 West 57th Street, Suite 2015, New York, New York 10107	13-3662917	501(c)(3)	$30,000.00	$0.00	N/A	N/A	Career Internship Network
Causa Justa :: Just Cause	P.O. Box 3596, Oakland, California 94609	26-3289261	501(c)(3)	$35,285.47	$0.00	N/A	N/A	Spin & Close Grant
Center for Arts Education	225 West 34th Street, Suite 1112, New York, New York 10122	13-3938080	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
Centro Hispano Cuzcatlan	148-13 Hillside Avenue, Jamaica, New York 11435	11-3559496	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Changer, Inc.	55 West 125th Street, 10th Floor, New York, New York 10027	16-1764680	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Choice USA	1317 F Street, NW, Suite 501, Washington, District of Columbia 20007	52-1772575	501(c)(3)	$32,000.00	$0.00	N/A	N/A	Generational Alliance -Programmatic -General
Clean Water Fund	741 Westminster Street, Providence, Rhode Island 02903	52-1043444	501(c)(3)	$13,390.00	$0.00	N/A	N/A	The Mercury Policy Project-General Operations
Common Law, Inc.	53-22 Roosevelt Avenue 2nd Floor, Woodside, New York 11377	26-3382144	501(c)(3)	$50,000.00	$0.00	N/A	N/A	Social Justice Grants - Initial Award
Coro New York Leadership Center	42 Broadway, Suite 1827-35, New York, New York 10004	13-3571610	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
Cypress Hills Local Development Corporation	625 Jamaica Avenue, Brooklyn, New York 11208	11-2683663	501(c)(3)	$25,000.00	$0.00	N/A	N/A	College Access
Democracia USA	2915 Biscayne Blvd, Suite 210, Miami, Florida 33137	41-2278788	501(c)(3)	$72,213.00	$0.00	N/A	N/A	Generational Alliance -Programmatic -General
Desis Rising Up and Moving (DRUM)	72-18 Roosevelt Ave, 2nd Floor, Jackson Heights, New York 11372	38-3652741	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
East Side House Settlement	337 Alexander Avenue, Bronx, New York 10454-1119	13-1623989	501(c)(3)	$16,000.00	$0.00	N/A	N/A	Community Education Pathways to Success - Kellogg
Environmental Defender Law Center	407 W Koch Street, Bozeman, Montana 59715	27-0772454	501(c)(3)	$342,402.45	$0.00	N/A	N/A	Spin & Close Grant
Families United for Racial & Economic Equality (FUREE)	81 Willoughby Street Suite #701, Brooklyn, New York 11201	20-0092728	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Fractured Atlas Productions	248 W 35th Street, 10th Floor, New York, New York 10001	11-3451703	501(c)(3)	$35,000.00	$0.00	N/A	N/A	Arts - Initial Award-Rebel Diaz Arts Collection
Fund for the City of New York, Inc.	c/o IDP 3 West 29th Street, #803, New York, New York 10001	13-2612524	501(c)(3)	$100,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Futures and Options Inc.	120 Broadway, Suite 913, New York, New York 10271	13-4063658	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
Garifuna Coalition USA	391 East 149th Street, Bronx, NY 10455	22-3690931	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants - Second Installment
Ghetto Film School, Inc.	79 Alexander Avenue, 4th Floor, Bronx, New York 10454	13-4127229	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts - General Operating Support
Girls for Gender Equity	1360 Fulton Street, Suite 314, Brooklyn, New York 11216	04-3697166	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
Global Action Project (GAP)	4 W. 37th Street, 2nd Floor, New York, New York 10018	11-3425000	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts - General Operating Support
Good Shepherd Services	305 Seventh Avenue, 9th Floor, New York, New York 10001	13-5598710	501(c)(3)	$30,000.00	$0.00	N/A	N/A	College Access
Greater Everett Community Foundation	2823 Rockfeller Avenue, Everett, Washington 98206	94-3188703	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Stephen Stills Children's Music Project-General Operations
Groundswell Community Mural Project Inc.	339 Douglass Street, Brooklyn, New York 11217	11-3427213	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Hester Street Collaborative	113 Hester Street, New York, New York 10002	20-0774906	501(c)(3)	$35,000.00	$0.00	N/A	N/A	Arts - Initial Award
Hip-Hop Theater Festival, Inc.	442D Lorimer Street, #195, Brooklyn, New York 11206	42-1642691	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts - General Operating Support
Human Impact Partners	274 14th Street, Oakland, California 94612	27-0193587	501(c)(3)	$242,761.57	$0.00	N/A	N/A	Spin & Close Grant
La Union de la Comunidad Latina (UCL)	621 DeGraw Street, Brooklyn, New York 11217	26-3319323	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Latin American Workers Project (LAWP)	79-09 Roosevelt Ave, 2nd Floor, Jackson Heights, New York 11372	14-1812487	501(c)(3)	$50,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Mama Foundation for the Arts (MFA)	149 West 126th Street, New York, New York 10027	31-1614732	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts - General Operating Support
Maysles Institute	343 Lenox Avenue, New York, New York 10027	20-2545574	501(c)(3)	$35,000.00	$0.00	N/A	N/A	Arts - Initial Award
MinKwon Center for Community Action	136-19 41st Avenue, Flushing, New York 11355	11-2710506	501(c)(3)	$50,000.00	$0.00	N/A	N/A	Social Justice Grants - Initial Award
Missionary Sisters of the Holy Rosary	741 Polo Road, Bryn Mawr, Pennsylvania 19010	23-2683208	501(c)(3)	$5,000.00	$0.00	N/A	N/A	Missing the Target
Mixteca Organization, Inc.	245 23rd Street, 2nd Floor, Brooklyn, New York 11215	11-3561651	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
Museum of Contemporary African Diasporan Arts	80 Hanson Place, Brooklyn, New York 11217	11-3526774	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts - General Operating Support
Natural Resources Council of Maine	3 Wade Street, Augusta, Maine 04330	01-0270690	501(c)(3)	$15,167.00	$0.00	N/A	N/A	Health
New Era Colorado Foundation	PO Box 4274, Boulder, Colorado 80306	26-1389272	501(c)(3)	$17,645.00	$0.00	N/A	N/A	Generational Alliance -Programmatic -General
New Victory Theater	c/o The New 42nd Street 229 West 42nd Street, 10th Floor, New York, New York 10036-7299	13-3584032	501(c)(3)	$20,000.00	$0.00	N/A	N/A	Career Internship Network
New York City AIDS Housing Network	80-A Fourth Avenue, Brooklyn, New York 11217	13-4094385	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
New York City College of Technology	300 Jay Street, Room 320, Brooklyn, New York 11201	11-2529356	501(c)(3)	$25,000.00	$0.00	N/A	N/A	College Access
New York Taxi Workers Alliance	250 Fifth Ave, Suite 310, New York, New York 10001	13-4000097	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
New York Writer's Coalition	80 Hanson Place, #603, New York, New York 11217	11-3604970	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts Project Grants - Renewal
Ohio State University Foundation/Kirwan Institute	433 Mendenhall Laboratory 125 S Oval Mall, Columbus, Ohio 43210	31-1145986	501(c)(3)	$9,500.00	$0.00	N/A	N/A	Philanthropic Initiative for Racial Equity-General
Opportunity Network	381 Park Ave South, Suite 1401, New York, New York 10016	43-1984494	501(c)(3)	$20,000.00	$0.00	N/A	N/A	Career Internship Network
Pachamama Peruvian Arts	35 E 35th Street, #3D, New York, New York 10016	26-4064685	501(c)(3)	$35,000.00	$0.00	N/A	N/A	Arts - Initial Award
People's Theatre Project	715 W. 172nd Street, Suite 64, New York, New York 10032	26-4705999	501(c)(3)	$35,000.00	$0.00	N/A	N/A	Arts - Initial Award
Policy Consensus Initiative	P.O. Box 1762, Portland, Oregon 97207	91-1807304	501(c)(3)	$5,750.00	$0.00	N/A	N/A	Community Focus-General Operations
Prospect Park Alliance	95 Prospect Park West, Brooklyn, New York 11215	11-2843763	501(c)(3)	$20,000.00	$0.00	N/A	N/A	Career Internship Network
PTA Hawaii Congress Hanalei PTA	PO Box 1396, Hanalei, Hawaii 96714	99-0305469	501(c)(3)	$8,988.44	$0.00	N/A	N/A	Stephen Stills Children's Music Project-General Operations
Purelements: An Evolution in Dance	1958 Fulton Street, Suite 409, Brooklyn, New York 11233	20-5332584	501(c)(3)	$35,000.00	$0.00	N/A	N/A	Arts - Initial Award
Queens Community House, Inc.	108-25 62nd Drive, Forest Hills, New York 11375	11-2375583	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants - Initial Award Alianza Ecuatoriana
Queens Congregations United for Action (QCUA)	103-04 39th Avenue, #105, Corona, New York 11368	80-0122559	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Queens Library Foundation	261 Madison Avenue, New York, New York 10014	11-3009405	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
Queens Museum of Art	New York City Building Flushing Meadows Corona Park, Queens, New York 11368-3398	11-2278998	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
Sadie Nash Leadership Project	157 Montague Street, 4th Floor, Brooklyn, New York 11201	11-3633912	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
San Francisco Parks Trust	McLaren Lodge in GG Park 501 Stanyan Street, San Francisco, California 94117-1989	23-7131784	501(c)(3)	$150,000.00	$0.00	N/A	N/A	City Guides-General Operations
Social & Environmental Entrepreneurs SEE, Inc.	22231 Mulholland Hwy., Ste. 209, Calabasas, California 91302	95-4116679	501(c)(3)	$6,000.00	$0.00	N/A	N/A	Responsible Purchasing Network
Sponsoring Committee for a Queens Citizen Organization, Inc.	85-18 61st Road, Rego Park, New York 11374	11-2409395	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants - Initial Award
Staten Island Childrens Museum	1000 Richmond Terrace, Staten Island, New York 10301	23-7379930	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
The Advocacy Fund	P.O. Box 29229, San Francisco, California 94129	94-3153687	501(c)(4)	$121,694.79	$0.00	N/A	N/A	Voices for Progress Education Fund (VPEF)-General Operations
The Bridge School	545 Eucalyptus Avenue, Hillsborough, California 94010	95-4068784	501(c)(3)	$10,000.00	$0.00	N/A	N/A	Stephen Stills Children's Music Project-General Operations
The Colin Higgins Foundation	P.O. Box 29903, San Francisco, California 94129	95-4089610	501(c)(3)	$24,555.47	$0.00	N/A	N/A	Equality Across America-General Operations
The Jewish Home and Hospital	120 West 106th Street, New York, New York 10025	23-7071900	501(c)(3)	$30,000.00	$0.00	N/A	N/A	Career Internship Network
The League of Young Voters Education Fund	310 Atlantic Avenue, 2nd Floor, Brooklyn, New York 11201	76-0744153	501(c)(3)	$49,550.00	$0.00	N/A	N/A	Generational Alliance -Programmatic -General
The New Organizing Institute Education Fund	1850 M Street, NW, Suite 1100, Washington, District of Columbia 20036	56-2538200	501(c)(3)	$24,555.47	$0.00	N/A	N/A	Equality Across America-CEL/GetEQUAL
The Sikh Coalition	40 Exchange Place, Suite 728, New York, New York 10005	22-3834037	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
The Town Hall Foundation	123 West 43rd Street, New York, New York 10036	23-7296167	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
Tides Foundation	P. O. Box 29903, San Francisco, California 94129	51-0198509	501(c)(3)	$13,816,600.46	$0.00	N/A	N/A	Reproductive Justice Fund-Direct Expenses
TORCH	80 Eighth Avenue - Mezz B, New York, New York 10011	13-4083242	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Career Internship Network
Turning Point for Women and Families	P.O. Box 670086, Flushing, New York 11367	54-2177390	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal

1(a)-Name and address of organization or government	1(a)-Name and address of organization or government	1(b)-EIN	1c-IRS section	1(d)-Cash Grant	(e) non-cash	(f) method of valuation	(g) description of non-cash	(h) Purpose of grant or assistance
United States Student Association Foundation	1211 Connecticut Avenue, NW Suite 406, Washington, District of Columbia 20036	23-7211922	501(c)(3)	$72,150.00	$0.00	N/A	N/A	Generational Alliance -Programmatic -General
University Settlement Society of New York	184 Eldridge Street, New York, New York 10002	13-5562374	501(c)(3)	$5,000.00	$0.00	N/A	N/A	Beacons YA
Urban Tilth	401 1st Street, Suite 215, Richmond, California 94801	20-4124161	501(c)(3)	$9,953.13	$0.00	N/A	N/A	Spin & Close Grant
Utah Health & Human Rights Project	225 S 200 East, Ste. 250, Salt Lake City, Utah 84111	20-3901845	501(c)(3)	$52,433.25	$0.00	N/A	N/A	Spin & Close Grant
Vibe Theater Experience	P.O. Box 1478, New York, New York 10027	20-0482372	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Arts Project Grants - Renewal
Voces Latinas Corporation	37-63C 83rd Street, Suite 1B, Jackson Heights, New York 11372	20-2312651	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
Voices UnBroken	1414 Metropolitan Avenue 2nd Floor, Bronx, New York 10462	75-3077676	501(c)(3)	$25,000.00	$0.00	N/A	N/A	Social Justice Project Grants-Renewal
Women for Afghan Women	158-24 73rd Avenue, Fresh Meadows, New York 11366	02-0539734	501(c)(3)	$25,000 00	$0.00	N/A	N/A	Social Justice Grants-General Operating Support
Grand Total				$17,133,394.69				

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1 Fellowship, Sponsorship	125	163,011.		N/A	N/A
2					
3					
4					
5					
6					
7					

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information.

Part I, Line 2 - Procedures for Monitoring Use of Grants Funds in U.S.

Thorough due diligence is conducted in advance of funding to determine the group's tax-exempt status and whether the group is appropriate from a mission perspective. All grantees receive a written grant agreement which indicates whether lobbying is permissible and by accepting payment, the grantee agrees to the conditions of the award, which provide assurance that funds will not be used for any prohibited purpose.

If a grant is restricted to a particular non-lobbying purpose, organizations further agree that (i) any portion of the grant not used for the stated purpose must be repaid, (ii) any change of purpose must be requested and approved in advance, in

Part I, Line 2 - Procedures for Monitoring Use of Grants Funds in U.S. (continued)

writing and (iii) not to use any portion of the grant to carry on propaganda or to attempt to influence specific legislation either by direct or grassroots lobbying.

Based on a risk assessment, a progress report may be required for certain grants nine months after the grant award. The grantee is asked to submit a two page narrative describing the use of the funds and activities undertaken as a result of the grant (including lobbying activity, if permitted), along with a financial report.

SCHEDULE J (Form 990)

Department of the Treasury Internal Revenue Service

Compensation Information

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

► **Complete if the organization answered 'Yes' to Form 990, Part IV, line 23.**
► **Attach to Form 990.** ► **See separate instructions.**

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I Questions Regarding Compensation

			Yes	No
1 a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Travel for companions ☐ Tax indemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e.g., maid, chauffeur, chef)			
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain	1b		
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?	2		
3	Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply. ☒ Compensation committee ☐ Independent compensation consultant ☐ Form 990 of other organizations ☐ Written employment contract ☒ Compensation survey or study ☒ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization:			
a	Receive a severance payment or change-of-control payment from the organization or a related organization?	4a		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b		X
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		X
	If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
	Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	5a		X
b	Any related organization?	5b		X
	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?	6a		X
b	Any related organization?	6b		X
	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	7		X
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	8		X
9	If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		

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) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation (i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation	(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
Drummond Pike	(i)	0.	0.	0.	0.	0.	0.	0.
1	(ii)	240,000.	0.	0.	12,000.	16,636.	268,636.	0.
Carla Dartis	(i)	175,632.	0.	0.	5,104.	16,425.	197,161.	0.
2	(ii)	0.	0.	0.	0.	0.	0.	0.
Thomas G. Davi	(i)	154,848.	0.	0.	4,645.	16,982.	176,475.	0.
3	(ii)	0.	0.	0.	0.	0.	0.	0.
Giovanna Taorm	(i)	157,500.	0.	0.	2,888.	8,170.	168,558.	0.
4	(ii)	0.	0.	0.	0.	0.	0.	0.
Daniel Weintra	(i)	170,000.	0.	0.	567.	9,181.	179,748.	0.
5	(ii)	0.	0.	0.	0.	0.	0.	0.
Alan Jenkins	(i)	184,363.	0.	0.	7,230.	23,796.	215,389.	0.
6	(ii)	0.	0.	0.	0.	0.	0.	0.
Nancy Soderber	(i)	154,500.	0.	0.	1,288.	836.	156,624.	0.
7	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
8	(ii)							
	(i)							
9	(ii)							
	(i)							
10	(ii)							
	(i)							
11	(ii)							
	(i)							
12	(ii)							
	(i)							
13	(ii)							
	(i)							
14	(ii)							
	(i)							
15	(ii)							
	(i)							
16	(ii)							

Part III Supplemental Information

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

SCHEDULE L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions With Interested Persons

► Complete if the organization answered 'Yes' on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.
► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No. 1545-0047
2010
Open to Public Inspection

Name of the organization: Tides Center
Employer identification number: 94-3213100

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).

Complete if the organization answered 'Yes' on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected? Yes	No
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 . . . ► $

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization . . . ► $

Part II Loans to and/or From Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 26 or Form 990-EZ, Part V, line 38a.

	(a) Name of interested person and purpose	(b) Loan to or from the organization? To	From	(c) Original principal amount	(d) Balance due	(e) In default? Yes	No	(f) Approved by board or committee? Yes	No	(g) Written agreement? Yes	No
(1)											
(2)											
(3)											
(4)											
(5)											
(6)											
(7)											
(8)											
(9)											
(10)											
Total . . . ► $											

Part III Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 27.

	(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount and type of assistance
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues? Yes	No
(1) Stephanie Clohesy	Director	13,800.	Consulting Fee		X
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

► Complete if the organizations answered 'Yes' on Form 990, Part IV, lines 29 or 30.
► Attach to Form 990.

OMB No. 1545-0047

2010

Open To Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art–Works of art				
2 Art–Historical treasures				
3 Art–Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities–Publicly traded	X	58	268,181.	FMV
10 Securities–Closely held stock				
11 Securities–Partnership, LLC, or trust interests				
12 Securities–Miscellaneous				
13 Qualified conservation contribution–Historic structures				
14 Qualified conservation contribution–Other				
15 Real estate–Residential				
16 Real estate–Commercial				
17 Real estate–Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (Goods In Kind)	X	25	21,248.	FMV
26 Other ► ( )				
27 Other ► ( )				
28 Other ► ( )				

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

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

Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

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

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I Identification of Disregarded Entities (Complete if the organization answered 'Yes' to Form 990, Part IV, line 33.)

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) The Pathway Home, LLC 1014 Torney Avenue (2) San Francisco, CA 94129 26-1640175	Veteran's Assistance	CA	826,954.	316,591.	Tides Center
(3)					
(4)					
(5)					
(6)					

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Sec 512(b)(13) controlled entity? Yes	No
(1) Tides Inc. PO Box 29907 (2) San Francisco, CA 94129 57-113809	Exec/Admin Svcs for Related Orgs & Facilities Mgt & Ops	CA	7	509(a)(1)	N/A		X
(3) Tides Two Rivers Fund PO Box 29198 (4) San Francisco, CA 94129 20-1588459	Dev & Operate Multi-Tenant Non Profit Centers	CA	11, Type I	509(a)(3)	Tides Foundation/Tides Center		X
(5) Tides Foundation PO Box 29903 (6) San Francisco, CA 94129 51-0198509	Grantmaking	CA	7	509(a)(1)	N/A		X
(7)							

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership
(1)												
(2)												
(3)												

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1)							
(2)							
(3)							

Part V **Transactions With Related Organizations** (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34, 35, 35a, or 36.)

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

			Yes	No
1	During the tax year did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a	Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity	1a		X
b	Gift, grant, or capital contribution to other organization(s)	1b	X	
c	Gift, grant, or capital contribution from other organization(s)	1c	X	
d	Loans or loan guarantees to or for other organization(s)	1d		X
e	Loans or loan guarantees by other organization(s)	1e		X
f	Sale of assets to other organization(s)	1f		X
g	Purchase of assets from other organization(s)	1g		X
h	Exchange of assets	1h		X
i	Lease of facilities, equipment, or other assets to other organization(s)	1i		X
j	Lease of facilities, equipment, or other assets from other organization(s)	1j	X	
k	Performance of services or membership or fundraising solicitations for other organization(s)	1k		X
l	Performance of services or membership or fundraising solicitations by other organization(s)	1l		X
m	Sharing of facilities, equipment, mailing lists, or other assets	1m	X	
n	Sharing of paid employees	1n	X	
o	Reimbursement paid to other organization for expenses	1o	X	
p	Reimbursement paid by other organization for expenses	1p	X	
q	Other transfer of cash or property to other organization(s)	1q		X
r	Other transfer of cash or property from other organization(s)	1r		X

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

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) Tides Inc.	j	405,683.	Cash
(2) Tides Inc.	m	559,448.	Cash
(3) Tides Inc.	n	1,816,688.	Cash
(4) Tides Inc.	o	393,122.	Cash
(5) Tides Inc.	p	657,475.	Cash
(6) Tides Two Rivers Fund	j	196,496.	Cash

Part VI **Unrelated Organizations Taxable as a Partnership** (Complete if the organization answered 'Yes' to Form 990, Part IV, line 37.)

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Are all partners section 501(c)(3) organizations?		(e) Share of end-of-year assets	(f) Disproportionate allocations?		(g) Code V-UBI amount in box 20 of Schedule K-1 Form (1065)	(h) General or managing partner?	
			Yes	No		Yes	No		Yes	No
(1)										
(2)										
(3)										
(4)										
(5)										
(6)										
(7)										
(8)										

Part VII **Supplemental Information**

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).

Part II Continuation of Identification of Related Tax-Exempt Organizations

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity	(G) Sec 512(b)(13) controlled entity? Yes	No
Tides Center PA Box 29907 San Francisco, CA 94129 94-3349769	Program Management	PA	11, Type I	509(a)3	Tides Center		X
Tides Network PO Box 29198 San Francisco, CA 94129 20-3395198	Support Tides Foundation, The Tides Center, and Tides, Inc	CA	11, Type II	509(a)3	N/A		X
The Advocacy Fund PO Box 29229 San Francisco, CA 94-3153687	Grantmaking, Project Services	CA	501(c)4	N/A	N/A		X

Part V Continuation of Transactions With Related Organizations (Schedule R (Form 990), Part V, line 2)

(A) Name of other organization	(B) Transaction type (a-r)	(C) Amount involved	(d) Method of determining amount involved
Tides Foundation	b	13,892,265.	Cash
Tides Foundation	c	4,866,220.	Cash
Tides Foundation	n	33,339.	Cash
Tides Foundation	o	8,569.	Cash
Tides Foundation	p	469,474.	Cash

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization	Employer identification number
Tides Center	94-3213100

Form 990, Part III, Line 1 - Organization Mission

The Tides Center operates projects promoting shared principles of social justice and a sustainable, healthy society.

The Center's work is organized in three main issue areas / programs: Community Development & Services, Environment & Health, and Policy, Strategy & Global Initiatives. We supported a total of 226 projects with more than 500 employees and hundreds of grants that do work in the following areas

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

The Environment & Health program engages in a wide spectrum of activities to promote a healthy, just, and sustainable world locally and globally. The environmental component promotes integrated approaches to sustainability that combine or cross issues of environmental protection, sustainable resource use, green jobs and economies, and environmental justice. Programmatic activities include working to combat global warming, promoting alternative energies, establishing environmentally sustainable business practices, encouraging voter participation on environmental issues, and educating the public. The health component works across the full spectrum of health-related issues, from increasing healthcare access for underserved populations to health care reform and policy, and from reproductive justice to providing research and resources on specific health issues including HIV/AIDS, schizophrenia, hepatitis C, and cancer.

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

The Community Development & Services program works to reestablish the social, economic, spiritual, and cultural foundations of community by creating new and creative solutions and working to combat structural inequalities at the local level to positively impact society at large. This program aims to promote localization,

Name of the organization	Employer identification number
Tides Center	94-3213100

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

reclaim control of community resources, establish participatory decision-making mechanisms, and achieve improvements in livelihoods, social infrastructure, and the local environment. While the strategies to achieve these goals varies, most often projects deliver or improve direct services; provide education and training programs on critical issues; engage in grassroots organizing; build capacity in specific locations or populations; and promote problem-solving that supports local partnership and collaboration. Populations that benefit from the work of Community Development & Services projects range from youth, the LGBT community, and the elderly to the incarcerated, victims of domestic abuse, and the formerly homeless.

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

Pathway Home provides a residential recovery program specifically created for, and dedicated to serve veterans who have served in areas of the world such as Afghanistan and Iraq. The goal of Pathway is to provide a comprehensive program of treatment and support for its warriors so that they can continue to recover from the stressors of war or combat or other traumatic military-related stressors.

Form 990, Part VI, Line 6 - Explanation of Classes of Members or Shareholder

Tides Network is the sole member.

Form 990, Part VI, Line 7b - Decisions of Governing Body Approval by Members or Shareholders

Certain decisions of the Tides Center are subject to the approval power of Tides Network.

Form 990, Part VI, Line 11b - Form 990 Review Process

The Form 990 is made available to the full Board, and the Audit Committee and Legal Counsel review prior to submission.

Name of the organization	Employer identification number
Tides Center	94-3213100

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

On an annual basis, the directors, officers and key employees are requested to complete a conflict of interest disclosure survey.

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

The Tides Network Board of Directors personnel committee is tasked with reviewing the CEO performance and compensation annually. Compensation studies are used for top management and other officers and employees.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process for Officers & Key Employees

The Tides Network Board of Directors personnel committee is tasked with reviewing the CEO performance and compensation annually. Compensation studies are used for top management and other officers and employees.

Form 990 , Part VI, Line 17 - List of States which this Return is Filed

AL AK AZ AR CA CO CT DC FL GA HI IL KS KY LA ME MD MA MI MN MO MS NH NM NJ NY NC ND OH OK OR PA RI SC TN UT VA WA WV WI

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

The Organization's federal exemption application, each year's Form 990 and audited financial statements are available to the public upon request.

Form 990, Part XI, Line 5
Other Changes in Net Assets or Fund Balances

Net Unrealized Gains or Losses on Investments	$	254,146.
Total	$	254,146.

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)

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

OMB No. 1545-0047

2009

Open to Public Inspection

A For the 2009 calendar year, or tax year beginning , 2009, and ending ,

B Check if applicable:
- [ ] Address change
- [ ] Name change
- [ ] Initial return
- [ ] Termination
- [ ] Amended return
- [ ] Application pending

Please use IRS label or print or type. See specific Instructions.

C
Tides Center
PO Box 29907
San Francisco, CA 94129-0907

D Employer Identification Number: 94-3213100

E Telephone number: (415) 561-6300

G Gross receipts $ 74,223,034.

F Name and address of principal officer: Lori Eason
Same As C Above

H(a) Is this a group return for affiliates? [ ] Yes [X] No
H(b) Are all affiliates included? [ ] Yes [ ] No
If 'No,' attach a list. (see instructions)

I Tax-exempt status [X] 501(c) (3)◄ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ► www.tides.org

H(c) Group exemption number ►

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ►

L Year of Formation: 1994 **M** State of legal domicile: CA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: To promote and support emerging social change and educational programs.

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

3 Number of voting members of the governing body (Part VI, line 1a)	3	7
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	7
5 Total number of employees (Part V, line 2a)	5	847
6 Total number of volunteers (estimate if necessary)	6	0
7a Total gross unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b Net unrelated business taxable income from Form 990-T, line 34	7b	0.

	Prior Year	Current Year
Revenue		
8 Contributions and grants (Part VIII, line 1h)	88,985,021.	60,111,511.
9 Program service revenue (Part VIII, line 2g)	7,333,213.	8,109,291.
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,508,244.	863,463.
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	129,693.	-112,697.
12 Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)	97,956,171.	68,971,568.
Expenses		
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	17,919,104.	5,959,805.
14 Benefits paid to or for members (Part IX, column (A), line 4)		
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	34,635,038.	37,463,055.
16a Professional fundraising fees (Part IX, column (A), line 11e)	232,916.	197,706.
b Total fundraising expenses (Part IX, column (D), line 25) ► 6,177,716.		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	33,407,166.	34,298,634.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	86,194,224.	77,919,200.
19 Revenue less expenses. Subtract line 18 from line 12	11,761,947.	-8,947,632.

Net Assets or Fund Balances	Beginning of Year	End of Year
20 Total assets (Part X, line 16)	86,708,665.	77,764,176.
21 Total liabilities (Part X, line 26)	6,612,175.	8,207,246.
22 Net assets or fund balances. Subtract line 21 from line 20	80,096,490.	69,556,930.

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, [redacted] r) is based on all information of which preparer has any knowledge.

Sign Here

► Signature of officer — Date

► Lori Eason Dir. of Finance — 11/13/10
Type or print name and title.

Paid Preparer's Use Only

Preparer's signature ► [redacted] Carol Duffield

Date: 11/13/10

Check if self-employed ► [ ]

Preparer's identifying number (see instructions): N/A

Firm's name (or yours if self-employed), address, and ZIP + 4 ► Fontanello, Duffield & Otake, LLP
44 Montgomery Street, Suite 2019
San Francisco, CA 94104

EIN ► N/A

Phone no. ► (415) 983-0200

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

Part III Statement of Program Service Accomplishments

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 ☒ 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 ☒ No

If 'Yes,' describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services 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.

4a (Code:) (Expenses $ 25,151,585. including grants of $ 3,946,672.) (Revenue $ 1,994,841.)

See Schedule O

4b (Code:) (Expenses $ 19,349,224. including grants of $ 1,008,410.) (Revenue $ 1,409,908.)

See Schedule O

4c (Code:) (Expenses $ 17,735,276. including grants of $ 1,004,723.) (Revenue $ 4,150,420.)

See Schedule O

4d Other program services. (Describe in Schedule O.) See Schedule O

(Expenses $ 1,780,015. including grants of $) (Revenue $)

4e Total program service expenses ► 64,016,100.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If 'Yes,' complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	X	
3	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*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities? *If 'Yes,' complete Schedule C, Part II.*	4	X	
5	**Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.** Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? *If 'Yes,' complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where 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.*	6	X	
7	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*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		X
9	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.*	9		X
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V.*	10		X
11	Is the organization's answer to any of the following questions 'Yes'? *If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable*	11	X	
	• Did the organization report an amount for land, buildings and equipment in Part X, line 10? *If 'Yes,' complete Schedule D, Part VI.*			
	• 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*			
	• 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.*			
	• 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.*			
	• Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*			
	• Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organizaiton's liability for uncertain tax positions under FIN 48? If *'Yes,' complete Schedule D, Part X.*			
12	Did the organization obtain separate, independent audited financial statement for the tax year? *If 'Yes,' complete Schedule D, Parts XI, XII, and XIII.*	12		X
12A	Was the organization included in consolidated, independent audited financial statement for the tax year? *If 'Yes,' completing Schedule D, Parts XI, XII, and XIII is optional* — 12 A: Yes X			
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? *If 'Yes,' complete Schedule F, Part I*	14b	X	
15	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, Part II.*	15	X	
16	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, Part III.*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If 'Yes,' complete Schedule G, Part I*	17	X	
18	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.*	18	X	
19	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*	19		X
20	Did the organization operate one or more hospitals? *If 'Yes,' complete Schedule H*	20		X

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

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

			Line	Yes	No
1a Enter the number reported in Box 3 of form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable	1a	973			
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0			
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
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	2a	847			
2b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* this return. (see instructions)					
3a Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?			3a		X
b If 'Yes' has it filed a Form 990-T for this year? *If 'No,' provide an explanation in Schedule O*			3b		
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)?			4a		X
b If 'Yes,' enter the name of the foreign country: ►					
See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.					
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?			5c		
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?			6a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not deductible?			6b		
7 Organizations that may receive deductible contributions under section 170(c).					
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?			7a	X	
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?			7b	X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d If 'Yes,' indicate the number of Forms 8282 filed during the year	7d				
e Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g For all contributions of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?			7h		
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?			8		X
9 Sponsoring organizations maintaining donor advised funds.					
a Did the organization make any taxable distributions under section 4966?			9a		X
b Did the organization make any distribution to a donor, donor advisor, or related person?			9b		X
10 Section 501(c)(7) organizations. Enter:					
a Initiation fees and capital contributions included on Part VIII, line 12	10a				
b Gross Receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11 Section 501(c)(12) organizations. Enter:					
a Gross income from other members or shareholders	11a				
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b				
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?			12a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b				

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

Section A. Governing Body and Management

			Yes	No
1a Enter the number of voting members of the governing body	1a	7		
b Enter the number of voting members that are independent	1b	7		
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? See Schedule O		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 organizational documents since the prior Form 990 was filed?		4		X
5 Did the organization become aware during the year of a material diversion of the organization's assets?		5		X
6 Does the organization have members or stockholders? See Schedule O		6	X	
7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		7a	X	
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons? See Sch O		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.)*

		Yes	No
10a Does the organization have local chapters, branches, or affiliates?	10a		X
b If 'Yes,' does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	10b		
11 Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?	11	X	
11A Describe in Schedule O the process, if any, used by the organization to review this Form 990. See Schedule O			
12a Does the organization have a written conflict of interest policy? *If 'No,' go to line 13*	12a	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? *If 'Yes,' describe in Schedule O how this is done* See Schedule O	12c	X	
13 Does the organization have a written whistleblower policy?	13	X	
14 Does 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. See Schedule O	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,' has the organization adopted 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		

Section C. Disclosures

17 List the states with which a copy of this Form 990 is required to be filed ► See Schedule O

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 ☒ Another's website ☒ 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. See Schedule O

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

► Lori Eason PO Box 29907 San Francisco, CA 94129-0907 (415) 561-6300

Part VII 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 organizations's tax year. Use Schedule J-2 if additional space is needed.

- 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. See instructions for definition of 'key employees.'
- 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 the organization did not compensate any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
Drummond Pike CEO/Ex Officio	2	X		X				0.	216,960.	27,741.
Dan Carol Director	1	X						0.	0.	0.
John O'Neil Director	1	X						0.	0.	0.
Lawrence Litvak Dir./Vice Chair	1	X		X				0.	0.	0.
Maya Wiley Director	40	X						120,000.	0.	5,076.
Noa Emmett Aluli, MD Director	1	X						0.	0.	0.
Stephanie Clohesy Director/Chair	1	X		X				0.	0.	0.
Kim Sarnecki Secretary	0.5			X				0.	65,501.	8,620.
Lori Eason Treasurer	40			X				126,263.	0.	7,498.
Ellen Friedman Executive VP	8			X				0.	178,630.	29,797.
Carla Dartis Managing Director	40				X			158,200.	0.	17,964.
Thomas G. David Proj Sr Strtgst	24					X		168,300.	0.	19,087.
Giovanna Taormina Project Dir.	40					X		166,875.	0.	4,831.
Shamil Idriss Project Dir.	40					X		175,234.	0.	5,721.
Alan Jenkins Project Dir.	40					X		173,880.	0.	24,398.
Jane Stafford Managing Dir	40					X		144,834.	0.	24,563.

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

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
1 b Total ►								1,233,586.	461,091.	175,296.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 in reportable compensation from the organization ► 39

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization.

(A) Name and business address	(B) Description of Services	(C) Compensation
Jeffrey B Reifman 700 North 67th Street, Seattle, WA 98103	Socl Media Research	204,557.
Participata, LLC 1707 Eye Street, Bakersfield, CA 93380-1075	Consulting Svcs	196,695.
Manatt Health Solutions 11355 West Olympic Blvd, LA, CA 90064-1614	Consulting Svcs	183,629.
CMP Group, LLC 25 Fifth Avenue, New York, NY 10003	Consulting Svcs	155,798.
Hood & Strong, LLP 100 First Street, 14th Floor, SF, CA 94105-4631	Audit Services	144,100.

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 ► 5

Part VIII Statement of Revenue

CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
1a Federated campaigns	1a					
b Membership dues	1b					
c Fundraising events	1c	274,720.				
d Related organizations	1d	5,395,390.				
e Government grants (contributions)	1e	7,783,723.				
f All other contributions, gifts, grants, and similar amounts not included above	1f	46,657,678.				
g Noncash contribns included in lns 1a-1f:	$	118,426.				
h **Total.** Add lines 1a-1f ►			60,111,511.			

PROGRAM SERVICE REVENUE

	Business Code	(A)	(B)	(C)	(D)
2a Program Revenues	900099	8,109,291.	8,109,291.		
b					
c					
d					
e					
f All other program service revenue					
g **Total.** Add lines 2a-2f ►		8,109,291.			

OTHER REVENUE

3 Investment income (including dividends, interest and other similar amounts) ►			930,343.			930,343.
4 Income from investment of tax-exempt bond proceeds ►						
5 Royalties ►						
	(i) Real	(ii) Personal				
6a Gross Rents						
b Less: rental expenses						
c Rental income or (loss)						
d Net rental income or (loss) ►						
	(i) Securities	(ii) Other				
7a Gross amount from sales of assets other than inventory	4,897,447.					
b Less: cost or other basis and sales expenses	4,964,327.					
c Gain or (loss)	-66,880.					
d Net gain or (loss) ►			-66,880.			-66,880.
8a Gross income from fundraising events (not including $ 274,720. of contributions reported on line 1c). See Part IV, line 18	a	174,442.				
b Less: direct expenses	b	287,139.				
c Net income or (loss) from fundraising events ►			-112,697.			-112,697.
9a Gross income from gaming activities. See Part IV, line 19	a					
b Less: direct expenses	b					
c Net income or (loss) from gaming activities ►						
10a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b					
c Net income or (loss) from sales of inventory ►						

Miscellaneous Revenue	Business Code	(A)	(B)	(C)	(D)
11a					
b					
c					
d All other revenue					
e **Total.** Add lines 11a-11d ►					
12 **Total revenue.** See instructions ►		68,971,568.	8,109,291.	0.	750,766.

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).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	5,773,915.	5,773,915.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22	157,430.	157,430.		
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	28,460.	28,460.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	435,001.	435,001.	0.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	30,042,642.	24,281,086.	2,973,203.	2,788,353.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	608,380.	476,851.	77,538.	53,991.
9 Other employee benefits	3,888,383.	3,022,609.	523,436.	342,338.
10 Payroll taxes	2,488,649.	2,046,902.	210,623.	231,124.
11 Fees for services (non-employees)				
a Management				
b Legal	332,924.	290,994.	41,930.	
c Accounting	181,779.	27,697.	154,082.	
d Lobbying				
e Prof fundraising svcs. See Part IV, ln 17	197,706.			197,706.
f Investment management fees	95,631.	8,843.	86,788.	
g Other				
12 Advertising and promotion	1,228,347.	1,097,531.	6,145.	124,671.
13 Office expenses	2,808,284.	2,356,165.	186,559.	265,560.
14 Information technology	682,092.	509,727.	114,681.	57,684.
15 Royalties				
16 Occupancy	4,275,580.	3,631,913.	518,414.	125,253.
17 Travel	3,133,958.	2,725,413.	99,377.	309,168.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,071,831.	923,572.	43,386.	104,873.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	468,562.	402,342.	66,220.	
23 Insurance	407,320.	403,858.	3,462.	
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a Consultants & Contractors	14,065,567.	12,435,368.	218,016.	1,412,183.
b Shared Services	2,572,293.	348,582.	2,223,711.	
c P/Y & C/Y Write-offs	994,381.	915,011.	79,370.	
d Other Professional Services	923,843.	817,863.	12,840.	93,140.
e Other Project Expenses	516,037.	454,813.	9,623.	51,601.
f All other expenses	540,205.	444,154.	75,980.	20,071.
25 **Total functional expenses.** Add lines 1 through 24f	77,919,200.	64,016,100.	7,725,384.	6,177,716.
26 **Joint costs.** Check here ► ☐ if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

			(A) Beginning of year		(B) End of year
Assets	1	Cash — non-interest-bearing	1,148,664.	1	265,844.
	2	Savings and temporary cash investments	21,082,474.	2	10,548,394.
	3	Pledges and grants receivable, net	34,049,475.	3	22,477,922.
	4	Accounts receivable, net	551,877.	4	443,002.
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	276,774.	9	280,004.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a 5,240,212.			
	b	Less: accumulated depreciation — 10b 2,699,280.	2,128,369.	10c	2,540,932.
	11	Investments — publicly-traded securities	26,993,559.	11	40,693,376.
	12	Investments — other securities. See Part IV, line 11		12	
	13	Investments — program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	477,473.	15	514,702.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	86,708,665.	16	77,764,176.
Liabilities	17	Accounts payable and accrued expenses	4,922,925.	17	5,479,020.
	18	Grants payable	950,124.	18	941,588.
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	82,300.	23	15,300.
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities. Complete Part X of Schedule D	656,826.	25	1,771,338.
	26	**Total liabilities.** Add lines 17 through 25	6,612,175.	26	8,207,246.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ►** [X] **and complete lines 27 through 29 and lines 33 and 34.**			
	27	Unrestricted net assets	24,197,468.	27	12,024,841.
	28	Temporarily restricted net assets	55,899,022.	28	57,532,089.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117, check here ► [ ] **and complete lines 30 through 34.**			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, and equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	80,096,490.	33	69,556,930.
	34	Total liabilities and net assets/fund balances	86,708,665.	34	77,764,176.

Part XI Financial Statements and Reporting

		Yes	No
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.			
2a Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b Were the organization's financial statements audited by an independent accountant?	2b	X	
c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X	
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
d If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both: ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis			
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X	
b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b	X	

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

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.**

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I 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.)

1 ☐ A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ 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:

5 ☐ 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)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☒ 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.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☐ 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.)

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

11 ☐ 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.

a ☐ Type I **b** ☐ Type II **c** ☐ Type III – Functionally integrated **d** ☐ Type III– Other

e ☐ 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).

f 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 . . . ☐

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

		Yes	No
(i) 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?	**11g (i)**		
(ii) a family member of a person described in (i) above?	**11g (ii)**		
(iii) a 35% controlled entity of a person described in (i) or (ii) above?	**11g (iii)**		

h Provide the following information about the supported organizations.

(i) Name of Supported Organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section **(see instructions)**)	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of Support
			Yes	**No**	**Yes**	**No**	**Yes**	**No**	
Total									

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.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants.')	44203617.	49859754.	72506209.	88985021.	60111511.	315666112.
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						0.
3 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge						0.
4 **Total.** Add lines 1-through 3	44203617.	49859754.	72506209.	88985021.	60111511.	315666112.
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)						46,100,749.
6 **Public support.** Subtract line 5 from line 4						269565363.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	44203617.	49859754.	72506209.	88985021.	60111511.	315666112.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income form similar sources	912,453.	1,468,532.	1,709,489.	1,524,288.	930,343.	6,545,105.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						0.
11 **Total support.** Add lines 7 through 10						322211217.

12 Gross receipts from related activities, etc. (see instructions) — 12 — 32,484,952.

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f) — 14 — 83.7 %

15 Public support percentage from 2008 Schedule A, Part II, line 14 — 15 — 77.7 %

16a **33-1/3 support test – 2009.** 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 ► ☒

b **33-1/3 support test – 2008.** If the organization did not check a box on line 13, or 16a, and line 15 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

17a **10%-facts-and-circumstances test – 2009** 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 ► ☐

b **10%-facts-and-circumstances test – 2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ► ☐

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 ► ☐

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

(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants.')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5						
7a Amounts included on lines 1, 2, 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income form similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included inline 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 **Total support.** (add lns 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15	Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16	Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2009** (line 10c, column (f) divided by line 13, column (f))	17	%
18	Investment income percentage from **2008** Schedule A, Part III, line 17	18	%

19a **33-1/3 support tests – 2009.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

b **33-1/3 support tests – 2008.** If the organization did not check a box on line 14 or 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

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

Part IV **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No. 1545-0047

2009

Name of the organization
Tides Center

Employer identification number
94-3213100

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	[X] 501(c)(3) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[ ] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

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

General Rule –

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

Special Rules –

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

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

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

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

Name of organization: Tides Center

Employer identification number: 94-3213100

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		$ 5,395,390.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2		$ 2,101,704.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3		$ 1,951,400.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4		$ 1,697,145.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5		$ 1,223,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
6		$ 1,807,359.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: Tides Center

Employer identification number: 94-3213100

Part I **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7		$ 2,170,673.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: Tides Center

Employer identification number: 94-3213100

Part II Noncash Property (see instructions.)

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

Name of organization: Tides Center

Employer identification number: 94-3213100

Part III ***Exclusively* religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete cols **(a)** through **(e)** and the following line entry.)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once – see instructions.) . . . . ► $ N/A

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

► **Complete if the organization is described below.**

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

OMB No. 1545-0047

2009

Open to Public Inspection

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

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

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

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

If the organization answered 'Yes,' to Form 990, Part IV, line 5 (Proxy Tax), then

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

Name of organization: Tides Center

Employer identification number: 94-3213100

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

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political expenditures ► $

3 Volunteer hours

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

1 Enter the amount of any excise tax incurred by the organization under section 4955 ► $ 0.

2 Enter the amount of any excise tax incurred by organization managers under section 4955 ► $ 0.

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If 'Yes,' describe in Part IV.

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

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ► $

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ► $

3 Total of exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ► $

4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which payments were made. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

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

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule **C** (Form 990 or 990-EZ) 2009

TEEA3201L 02/05/10

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

A Check ► ☐ if the filing organization belongs to an affiliated group.

B Check ► ☐ if the filing organization checked box A and 'limited control' provisions apply.

Limits on Lobbying Expenditures — (The term 'expenditures' means amounts paid or incurred.)	**(a)** Filing organization's totals	**(b)** Affiliated group totals
1 a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		

If the amount on line 1e, column (a) or (b) is:	**The lobbying nontaxable amount is:**
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000.
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000.
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000.

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a. If zero or less, enter -0-		
i Subtract line 1f from line 1c. If zero or less, enter -0-		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ **Yes** ☐ **No**

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	**(a)** 2006	**(b)** 2007	**(c)** 2008	**(d)** 2009	**(e)** Total
2a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column (e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

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

	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?	X		
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	X		
c Media advertisements?	X		9,442.
d Mailings to members, legislators, or the public?	X		10,139.
e Publications, or published or broadcast statements?	X		56,153.
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		177,283.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities? If 'Yes,' describe in Part IV		X	
j Total. Add lines 1c through 1i			253,017.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If 'Yes,' enter the amount of any tax incurred under section 4912			
c If 'Yes,' enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?		X	

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

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

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

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

Part IV **Supplemental Information**

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; and Part II-B, line 1i. Also, complete this part for any additional information.

Part IV **Supplemental Information** *(continued)*

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11, or 12.
► Attach to Form 990. ► See separate instructions

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization

Tides Center

Employer Identification number

94-3213100

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	1	
2 Aggregate contributions to (during year)	202,704.	
3 Aggregate grants from (during year)		
4 Aggregate value at end of year	18,721.	

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? [X] Yes [ ] No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or for any other purpose conferring impermissible private benefit?? [X] 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 pleasure)
[ ] Protection of natural habitat
[ ] Preservation of open space
[ ] Preservation of an historically important land area
[ ] Preservation of certified historic structure

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

		Held at the End of the Year
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 8/17/06	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► ______

4 Number of states where property subject to conservation easement is located ► ______

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easement it holds? [ ] Yes [ ] No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► ______

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► $ ______

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? [ ] 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** Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116, 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.

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

(i) Revenues included in Form 990, Part VIII, line 1 ► $ ______

(ii) Assets included in Form 990, Part X ► $ ______

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

a Revenues included in Form 990, Part VIII, line 1 ► $ ______

b Assets included in Form 990, Part X ► $ ______

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

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

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

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

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

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

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

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

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

2 Provide the estimated percentage of the year end balance held as:

a Board designated or quasi-endowment ► %

b Permanent endowment ► %

c Term endowment ► %

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

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

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

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

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated Depreciation	(d) Book Value
1a Land				
b Buildings		1,168,130.		1,168,130.
c Leasehold improvements		424,043.	210,878.	213,165.
d Equipment		3,189,493.	2,173,405.	1,016,088.
e Other		458,546.	314,997.	143,549.
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ►				2,540,932.

Part VII **Investments—Other Securities** See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	**(b)** Book value	**(c)** Method of valuation Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other		
Total. *(Column (b) must equal Form 990 Part X, col. (B) line 12.)* ►		

Part VIII **Investments—Program Related** (See Form 990, Part X, line 13) N/A

(a) Description of investment type	**(b)** Book value	**(c)** Method of valuation Cost or end-of-year market value
Total. *(Column (b) must equal Form 990, Part X, Col. (B) line 13.)* ►		

Part IX **Other Assets** (See Form 990, Part X, line 15) N/A

(a) Description	**(b)** Book value
Total. *(Column (b) must equal Form 990, Part X, col.(B), line 15)* ►	

Part X **Other Liabilities** (See Form 990, Part X, line 25)

(a) Description of Liability	**(b)** Amount
Federal Income Taxes	
Liability - Agency Transactions	1,771,338.
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25)* ►	1,771,338.

2. FIN 48 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. See Part XIV

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	68,971,568.
2	Total expenses (Form 990, Part IX, column (A), line 25)	77,919,200.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	-8,947,632.
4	Net unrealized gains (losses) on investments	9,929.
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	9,929.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	-8,937,703.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	69,268,636.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a	9,929.		
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	9,929.
3	Subtract line **2e** from line **1**			3	69,258,707.
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**:				
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV) See Part XIV	4b	-287,139.		
c	Add lines **4a** and **4b**			4c	-287,139.
5	Total revenue. Add lines **3** and **4c**. (This must equal Form 990, Part I, line 12.)			5	68,971,568.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	78,206,339.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	
3	Subtract line **2e** from line **1**			3	78,206,339.
4	Amounts included on Form 990, Part IX, line 25, but not on line **1**:				
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV) See Part XIV	4b	-287,139.		
c	Add lines **4a** and **4b**			4c	-287,139.
5	Total expenses. Add lines **3** and **4c** (This must equal Form 990, Part I, line 18.)			5	77,919,200.

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

N/A

Part XIV Supplemental Information *(continued)*

Tides Center 94-3213100

Schedule D, Part XII, Line 4b
Other Revenue Included On Form 990 But Not Included In F/S

Fundraising Event Exp	$	-287,139.
Total	$	-287,139.

Schedule D, Part XIII, Line 4b
Other Revenue Included On Form 990 But Not Included In F/S

Fundraising Event Exp	$	-287,139.
Total	$	-287,139.

Schedule F (Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

► Complete if the organization answered 'Yes' to Form 990, Part IV, line 14b, 15, or 16.
► Attach to Form 990. ► See separate instructions.

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization
Tides Center

Employer identification number
94-3213100

Part I **General Information on Activities Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 14b.

1 **For grantmakers.** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? .... [X] Yes [ ] No

2 **For grantmakers.** Describe in Part IV the organization's procedures for monitoring the use of grant funds outside the United States.

3 Activities per Region. (Use Schedule F-1 (Form 990) if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures in region
Central America and the	0	0	Program Services	AIDS Health Care	57,376.
Caribbean				Issues, Health	
				Education, Human	
				Rights	
East Asia and the	0	0	Program Services	AIDS Health Care	400,808.
Pacific				Issues, Health	
				Education, Human	
				Rights	
Europe	0	0	Program Services	AIDS Health Care	544,351.
				Issues, Health	
				Education, Human	
				Rights	
Middle East and North	0	0	Program Services	Community	14,571.
Africa				Outreach, Human	
				Rights	
North America	0	0	Program Services	AIDS Health Care	642,096.
				Issues, Health	
Totals ►	0	0			3,482,556.

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 15, for any recipient who received more than $5,000. Check this box if no one recipient received more than $5,000. . ► ☐
Use Schedule F-1 (Form 990) if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		Europe	Health	5,800.	Wire		N/A	N/A
			Care		Transfer			
			Issues					
		South Asia	AIDS	20,000.	Wire		N/A	N/A
			Health		Transfer			
			Care					
			Issues					

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter . . . ► 0

3 Enter total number of other organizations or entities . . . ► 2

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 16. Use Schedule F-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	**(b)** Region	**(c)** Number of recipients	**(d)** Amount of cash grant	**(e)** Manner of cash disbursement	**(f)** Amount of non-cash assistance	**(g)** Description of non-cash assistance	**(h)** Method of valuation (book, FMV, appraisal, other)

Part IV Supplemental Information

Complete this part to provide the information required in Part I, line 2, and any additional information.

Part I, Line 2 - Grantmakers Explanation For Grants Outside US

Thorough due diligence is conducted in advance of funding to determine whether a group will be an appropriate grantee. We require groups to provide proof of tax status and/or registration documents and their organizational documents. All international grants are restricted to a clearly charitable purpose and must be used exclusively for activities conducted outside of the U.S. All grantees receive a written grant agreement, and by accepting payment the grantee agrees to the conditions of the award, which provides assurance that funds will not be used for any prohibited purpose.

SCHEDULE F-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule F (Form 990)

► Attach to Form 990 to list additional information for Schedule F (Form 990)Part I, line 3; Part II, line 1; or Part III.
► See instructions for Schedule F (Form 990)

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization
Tides Center

Employer identification number
94-3213100

Part I **Continuation of Activities per Region.** (Schedule F (Form 990), Part I, line 3)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures in region
				Education, Human	
				Rights	
Russia and the Newly	0	0	Program Services	AIDS Health Care	65,642.
Independent States				Issues, Health	
				Education, Human	
				Rights	
South America	0	0	Program Services	AIDS Health Care	167,759.
				Issues, Health	
				Education, Human	
				Rights	
South Asia	0	0	Program Services	AIDS Health Care	335,470.
				Issues, Health	
				Education, Human	
				Rights	
Sub-Saharan Africa	0	0	Program Services	AIDS Health Care	1,254,483.
				Issues, Health	
				Education, Human	
				Rights	
Totals ►					

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

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.
► Attach to Form990 or Form 990-EZ. ► See separate instructions.

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I **Fundraising Activities.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 17. Form 990EZ 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.

- [X] Mail solicitations
- [X] Internet and email solicitations
- [X] Phone solicitations
- [X] In-person solicitations
- [X] Solicitation of non-government grants
- [X] Solicitation of government grants
- [X] Special fundraising events

2a Did the organization have 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? [X] Yes [ ] No

b 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.

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col.(i)	(vi) Amount paid to (or retained by) organization
Carrie Brogotti	Consultant		X		25,800.	
Further the Work	Consultant		X		23,854.	
Mahnaz A. Fancy	Consultant		X		18,400.	
Peter Fugazzotto	Consultant		X		14,850.	
Tracy Nichole Argo	Consultant		X		13,340.	
Mordecai Cohen Ettin	Consultant		X		11,875.	
Christopher Trull	Consultant		X		10,900.	
Joe Trippi	Consultant		X		10,000.	
Gina Belafonte	Consultant		X		8,850.	
Theodore G. Smith	Consultant		X		5,500.	
Total ►					143,369.	0.

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

AL AK AZ AR CA CO CT DC FL GA IL IN IA KS KY LA ME MD MA MI MN MS MO NH NJ NM NY NC ND OH OK OR PA RI SC TN UT VT VA WA WV WI

Part II **Fundraising Events.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than $15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than $5,000.

		(a) Event #1 Conferences (event type)	(b) Event #2 Conferences (event type)	(c) Other Events 7 (total number)	(d) Total Events (Add col. (a) through col. (c))
REVENUE	1 Gross receipts	135,185.	82,805.	231,172.	449,162.
	2 Less: Charitable contributions	57,300.	82,805.	134,615.	274,720.
	3 Gross income (line 1 minus line 2)	77,885.		96,557.	174,442.
DIRECT EXPENSES	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	33,749.		9,652.	43,401.
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses	63,438.	82,805.	97,495.	243,738.
	10 Direct expense summary. Add lines 4- through 9 in column (d) ►				287,139.
	11 Net income summary. Combine lines 3, column (d) and line 10 ►				-112,697.

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col. (a) through col. (c))
REVENUE	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ 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 ►				

		YES	NO
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?	9a		
b If 'No,' explain:			
10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a		
b If 'Yes,' explain:			
11 Does the organization operate gaming activities with nonmembers?	11		
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?	12		

			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?		15a		
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: ►				
☐ Director/officer ☐ Employee ☐ Independent contractor				
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?		17a		
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: ► $				

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 21 or 22.
► Attach to Form 990.

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. See Part IV

Part II Grants and Other Assistance to Governments and Organizations in the United States.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than $5,000. Check this box if no one recipient received more than $5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed ► [ ]

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Attached Statement	See Stmt	See Stmt	5,710,768.	0.	FMV	See Attached Statement	Various - See Attached Statement

2 Enter total number of section 501(c)(3) and government organizations ► 92

3 Enter total number of other organizations ► 0

1(a)- Name of organization or government	1(a) Cont.- Address of organization or government	1(b)- EIN	1c- IRS Section if applicable	1(d)- Cash Grant	1(g) & 1(h)- Description of non-cash assistance or purpose of grant or assistance
1 Africa Matters	382 41st Street Oakland, CA 94609	68-0509385	501(c) (3)	$5,000.00	to support the development of Ingonyana Dance and Drama Group in Zimbabwe
2 After Hours Project	1204 Broadway, Brooklyn, New York 11221	33-1007278	501(c) (3)	$25,000.00	to be used in connection with expanding mobile outreach services in East NYC and Brownsville, Brooklyn
3 Allegheny Land Trust	409 Broad Street, Suite 206A, Sewickley, PA15143		501(c) (3)	$5,719.50	Spin & Close Grant
4 Bronx Academy of Arts and Dance (B.A.A.D!))	841 Barretto Street, 2nd Floor, Bronx, New York 10474	13-3997265	501(c) (3)	$25,000.00	to be used exclusively in connection with organizations's performance festivals and youth activities in the Bronx
5 Brooklyn Botanic Garden	225 West 34th Street, Suite 1112 New York, NY 10122	13-3938080	501(c) (3)	$40,000.00	to support young people' participation in Garden Apprentices Program
6 Brooklyn Museum	300 Jay Street, Room 320 Brooklyn, NY 11201	11-1672743	501(c) (3)	$20,000.00	to support young people' participation in Apprentices Program
7 Bushwick Housing Independence Project	342 Broadway New York, NY 10013	20-8034010	501(c) (3)	$25,000.00	organizing tenants to improve housing conditions in 20 buildings in Bushwick, Brooklyn
8 CAAAV: Organizing Asian Communities	2473 Valentine Avenue, Bronx, NY 10458		501(c) (3)	$25,000.00	to be used in connection with expanding and strengthening the Chinatown Tenants Union to support affordable housing campaigns in New York City
9 Center for Arts Education	225 West 34th Street, Suite 1112, New York, New York 10122	13-3938080	501(c) (3)	$100,000.00	to support young people' participation in Arts Education Career Development Program
10 Center for Family Life	345 43rd Street, Brooklyn, NY11232	11-2777066	501(c) (3)	$10,000.00	in support of your organization's participation in Beacons Young Adolescent Initiative (BYA)
11 Center for Urban Pedagogy (CUP)	310 Bowery New York, NY 10012	11-3625306	501(c) (3)	$35,000.00	to be used for general operating support to assist with carrying out the programs and activities of the CUP in NYC
12 Century Dance Complex	1360 Fulton Street, Suite 314 Brooklyn, NY 11216	26-4222895	501(c) (3)	$35,000.00	to be used for general operating support to assist with carrying out the programs and activities of the CDC in NYC
13 Changer, Inc.	55 West 125th Street, 10th Floor, New York, NY 10027	16-1764680	501(c) (3)	$25,000.00	general operating support
14 Chhaya Community Development Corporation	391 East 149th Street, Suite 215 Bronx, NY 10455	11-3580935	501(c) (3)	$25,000.00	to be used in connection with membership base-building and organizing South Asian immigrants from southwest Queens to support affordable housing campaighns in NYC
15 Child Center of New York	1000 Washington Avenue Brooklyn, NY 11225		501(c) (3)	$40,000.00	in support of organization's participation in Beacons Young Adolescent Initiative (BYA)
16 Children's Museum of Manhattan	212 W 83rd Street, New York, NY 10024	13-2761376	501(c) (3)	$40,000.00	for young people who participate in the Junior Staff Internship Program
17 College and Community	The Cornerstone Center 178 Bennett Avenue New York, NY 10040	31-1720017	501(c) (3)	$25,000.00	2nd Installment
18 Coro New York Leadership Center	42 Broadway, Suite 1827-35 New York, NY 10004	13-3571610	501(c) (3)	$35,000.00	for young people who participate in the Children's Museum of Manhattan Junior Staff Internship Program
19 Cypress Hills Local Development Corporation	212 W 83rd Street New York, NT 10024	13-2761376	501(c) (3)	$40,000.00	in support of organization's participation in Beacons Young Adolescent Initiative (BYA)
20 Damayan Migrant Workers' Association	618 W. 142nd Street New York, NY 10031	06-1629188	501(c) (3)	$25,000.00	Member education, organizing, and leadership training to strengthen domestic worker campaigns in New York City.
21 Diversity in Arts and Nations for Cultural Education (DANCE)	64 Fulton Street, Suite 403 New York, NY 10038-2734	56-2545700	501(c) (3)	$35,000.00	presenting and preserving the rich folkloric art of Puerto Recan and Latin American theatrical dance
22 East Side House, Inc	337 Alexander Avenue, Bronx, NY 10454	13-1623989	501(c) (3)	$5,000.00	Grant TC 1261
East Side House, Inc	337 Alexander Avenue, Bronx, NY 10454	13-1623989	501(c) (3)	$15,000.00	Grant
23 El Centro de Hospitalidad	37-41 77th Street, 2nd Floor Jackson Heights, NY 11372	13-4178608	501(c) (3)	$25,000.00	Continuation of (org's) work to expand and enhance day laborer services in New York City.
24 Environmental and Energy Study Institute	1112 16th Street, Suite 300 Washington DC, 20036	52-1268030	501(c) (3)	$5,000.00	to defray expenses of presenting Conressional briefing on CSBE report
25 Facing the Future	811 First Avenue, Suite 454 Seattle, WA 98104	91-1678158	501(c) (3)	$5,000.00	for joint curriculum project
26 Families for Freedom	322 8th Avenue, 3rd Floor New York, NY 10001		501(c) (3)	$25,000.00	Continuation of (org's) work to expand and enhance day laborer services in New York City.
27 FIERCE!	166-A 22nd Street Brooklyn, NY 11232	03-0518774	501(c) (3)	$25,000.00	Leadership development activities and campaign for LGBT youth facility in New York City
28 Fractured Atlas Prod	248 W 35th Street, Room 1202, New York, New York 10001-2505	11-3451703	501(c) (3)	$15,000.00	NNFS stipend
29 Friends of Fokal	c/o Open Society Institute 400 W 59th Street, 4th Floor, New York, New York 10019	20-8967664	501(c) (3)	$27,894.43	Spin & Close Grant
Friends of Fokal	c/o Open Society Institute 400 W 59th Street, 4th Floor, New York, New York 10019	20-8967664	501(c) (3)	$53,000.00	Spin & Close Grant
30 Garifuna Coalition USA (GCU)	c/o Project Hospitality, Inc. 100 Park Avenue Staten Island, NY 10302	22-3690931	501(c) (3)	$25,000.00	to be used for general operating support to assist with carrying out the programs and activities of the Garifuna Coalition in NYC
31 Girls for Gender Equity	382 41st Street Oakland, CA 94609	68-0509385	501(c) (3)	$25,000.00	Sisters in Strength's campaign to address sexual harassment in NYC public schools
32 Girls Write Now	P.O. Box 3112 New York, NY 10163	54-2115054	501(c) (3)	$25,000.00	general operating support
33 Global Pediatric Alliance	PO Box 3723, Oakland, CA 94609		501(c) (3)	$9,754.97	Spin & Close Grant
Global Pediatric Alliance	PO Box 3723, Oakland, CA 94609		501(c) (3)	$37,214.51	Spin & Close Grant
Global Pediatric Alliance	PO Box 3723, Oakland, CA 94609		501(c) (3)	$80,000.00	Spin & Close Grant

34 Good Shepherd Services	305 Seventh Avenue, 9th Floor, NY 10001	13-5598710	501(c) (3)	$10,000.00	in support of organization's participation in Beacons Young Adolescent Initiative (BYA)
35 Hanalei School PTSA	P.O. Box 1396 Hanalei, HI 96714	99-0305469	501(c) (3)	$5,000.00	To complete educational music program for Hanalei School
Hanalei School PTSA	P.O. Box 1396 Hanalei, HI 96714	99-0305469	501(c) (3)	$11,500.00	2008-2009 School year music program funding
36 Harlem Live	3075 Stone Oak Drive Douglasville, GA 30135		501(c) (3)	$25,000.00	to be used in connection with retaining two part-time staff to train youth in media and technology in New York City
37 Commonweal, Inc	Attn: Vanessa Marcotte, CFO P.O. Box 316, Bolinas, California 94924	94-2366094	501(c) (3)	$34,640.05	Spin & Close Grant
38 Jewish Home and Hospital	120 West 106th Street, New York, NY 10025	23-7071900	501(c) (3)	$59,000.00	in support of participation in the Career Internship Network (CIN)
39 Latin American and Caribbean Community Center, Inc.	3 West 29th Street, Suite #1030 New York, NY 10001	20-0440935	501(c) (3)	$25,000.00	to be used for general operating support to assist with carrying out the programs and activities of the Cidadao Global in NYC
40 Learning Disabilities Association of Michigan	200 Museum Drive, Suite 101, Lansing, MI 48933	38-5144641	501(c) (3)	$5,000.00	Beldon State - based Initiative Grant of 2009
Learning Disabilities Association of Minnesota	6100 Golden Valley Road, Golden Valley, Minnesota 55422		501(c) (3)	$5,000.00	Beldon State - based Initiative grant of 2009
Learning Disabilities Association of New York	1190 Troy- Schenectady Road, Latham, New York 12110		501(c) (3)	$5,000.00	Beldon State - based initiative grant of 2009
41 Mano a Mano: Mexican Culture Without Borders	P.O. Box 670086 Flushing, NY 11367	56-2545700	501(c) (3)	$25,000.00	general support
42 Mirabal Sisters Cultural & Community Center	232 Third Street, #B402B Brooklyn, NY 11215	06-1629188	501(c) (3)	$25,000.00	Campaign to ensure safe and affordable housing for low-income residents in West Harlem.
43 Mixteca Organization, Inc.	144 Bleecker Street Brooklyn, NY 11221	11-3561651	501(c) (3)	$25,000.00	Promoting Family Health education and prevention activities in New York City
44 Multicultural Music Group	'43-22 50th Street, Suite 2E Woodside, NY 11377	13-3894314	501(c) (3)	$25,000.00	general support
45 Museum of Jewish Heritage	342 Madison Avenue, Suite 717, New York, New York 10017	13-3376265	501(c) (3)	$25,000.00	for young people who participate in A Living Memorial to the Holocaust's High School Apprenticeship Program
46 Natural Resources Council of Maine	3 Wade Street Augusta, ME 04330	01-0270690	501(c) (3)	$7,583.50	in support of the Healthy Kids, Safer Products Campaign. 6 payments.
Natural Resources Council of Maine	3 Wade Street Augusta, ME 04330	01-0270690	501(c) (3)	$7,583.50	in support of the Healthy Kids, Safer Products Campaign. 6 payments.
47 New York City AIDS Housing Network	2473 Valentine Avenue Bronx, NY 10458	13-4094385	501(c) (3)	$25,000.00	No More Than 30% Towards Our Rent campaign seeking affordable housing protection for people living with HIV/AIDS in NYC
48 New York City College of Technology	300 Jay Street, Room 320 Brooklyn, NY 11201	11-2529356	501(c) (3)	$20,000.00	to provide college access and success services for older disconnected youth who have a desire to pursue their education
49 New York Foundation For the Arts	155 Avenue of The Americas, 6th Floor, New York, NY 10013		501(c) (3)	$15,000.00	2nd Installment
50 New York Historical Society	342 Madison Avenue, Suite 717 New York, NY 10017	13-3376265	501(c) (3)	$25,000.00	(CIN)
51 New York Writers Coalition	The Graduate Center, CUNY 365 Fifth Ave, Suite 5113 New York, NY 10016	31-1720017	501(c) (3)	$25,000.00	to be used in connection with the Youth Writers' Program workshops, readings and publications in New York City
52 NICE (New Immigrant Community Empowerment)	568 Bay Street, 2nd Floor Staten Island, NY 10304	11-3560625	501(c) (3)	$25,000.00	Transition to a membership-led organization in New York City.
53 Opening Act	601 Walton Avenue Bronx, NY 10451	13-3894314	501(c) (3)	$35,000.00	to be used for general operating support to assist with carrying out the programs and activities of Opening Act in NYC
54 Pro-Choice Public Education Project	165 Broadway 29th Floor, New York, NY 10038		501(c) (3)	$6,000.00	Grants Out - Rent Deposit (spun)
55 Queens Community House	108-25 62nd Drive Forest Hills, NY 11375	11-2375583	501(c) (3)	$10,000.00	in support of organization's participation in Beacons Young Adolescent Initiative (BYA)
56 Queens Library Foundation	261 Madison Avenue New York, NY 10014	11-3009405	501(c) (3)	$30,000.00	to support Teen Net Mentor Program
57 Queens Museum of Art	at Snug Harbor Cultural Center 1000 Richmond Terrace Staten Islanc	23-7379930	501(c) (3)	$25,000.00	in support of organization's participation in the Career Internship Network (CIN)
58 Restaurant Opportunities Center of NY	147 West 24th Street, 6th Floor New York, NY 10011	03-0522321	501(c) (3)	$25,000.00	to be used for general operating support to assist with carrying out the programs and activities of Brandworkers International of New York
59 RightRides for Women's Safety	76 Wadsworth Avenue Ground Floor New York, NY 10033	84-1668109	501(c) (3)	$50,000.00	to be used for general operating support to assist with carrying out the programs and activities of the RightRides in NYC
60 Sadie Nash Leadership Project	37-43 77th Street, 2nd Floor Jackson Heights, NY 11372	11-3633912	501(c) (3)	$25,000.00	Nash University educational and leadership development programs fo low-income young women in NYC
61 San Francisco School Alliance	220 Montgomery Street, Suite 1050, San Francisco, California 94104	94-3222869	501(c) (3)	$145,000.00	For support of the San Francisco Beacon Initiative's (SFBI) participation in Beacons Young Adolescent Initiative (BYA)
62 Sauti-Yetu Center for African Women	1360 Fulton Street, Suite 314 Brooklyn, NY 11216	20-1209795	501(c) (3)	$25,000.00	families with legal, housing, welfare, and other social services in NYC
63 Social & Environmental Entrepreneurs	11948 West Washington Blvd. Suite 201, Los Angeles, California 90066	95-4116679	501(c) (3)	$5,000.00	Spin & Close Grant
Social & Environmental Entrepreneurs-091113	11948 West Washington Blvd. Suite 201 Los Angeles, CA 90066	95-4116679	501(c) (3)	$21,600.00	replenshment of Tides Foundation GAP fund for granting
64 St. Cecilia's Church	125 East 105th Street, New York, NY 10025		501(c) (3)	$25,000.00	one year general operating support
65 St. Luke's Roosevelt Hospital Center	1111 Amsterdam Avenue New York, NY 10025	13-2997301	501(c) (3)	$7,500.00	To support the Global Health Fellowship at St. Luke's Rousevelt Hospital Center. This grant is only to be used for salary support and/or protected time for the Director to work with CGCHI and not for travel related or other expenses.
St. Luke's Roosevelt Hospital Center	1111 Amsterdam Avenue New York, NY 10025	13-2997301	501(c) (3)	$7,500.00	to support the Global Health Fellowship.
66 St. Nicholas Neighborhood Preservation Services	80 Eighth Avenue - Mezz B New York, NY 10011		501(c) (3)	$40,000.00	in support of organization's participation in Beacons Young Adolescent Initiative (BYA)
67 State Environmental Leadership Program	612 W Main Street, #302 Madison, WI 53703	02-0695647	501(c) (3)	$18,500.00	support the mercury reduction efforts of the Multi-Star Mercury Product Campain related activities

68	Staten Island Children's Museum	at Snug Harbor Cultural Center 1000 Richmond Terrace, Staten Island, New	23-737993	501(c) (3)	$25,000.00	for young people who participate in Staten Island Children's Museum
69	Success A New Beginning, Inc	10630 Haas Avenue Los Angeles, CA 90047	95-4089076	501(c) (3)	$15,000.00	Awareness of the 2010 Census, Resource Development and Gather Data via Technology & Community Survey for Future Civic Engagement
70	The Nature Conservancy	322 Eight Avenue, 16th Floor, New York, New York 10001		501(c) (3)	$25,000.00	to support participation in the Career Internship Network for City Youth
71	The New York Botanical Garden	Bronk River Parkway at Fordham Road, Bronx, NY 10458	13-1693134	501(c) (3)	$25,000.00	(CIN)
72	The News Literacy Project	The Poytner Institut-090212		501(c) (3)	$6,214.23	Spin & Close Grant
73	The Northern Manhattan Arts Alliance (NoMAA)	242 W 27th Street, Suite 3B New York, NY 10001	32-0250944	501(c) (3)	$35,000.00	to be used for general operating support to assist with carrying out the programs and activities of the NoMAA in NYC
74	The Poytner Institute	801 Third Street South, St. Petersburg, Florida 33701		501(c) (3)	$200,000.00	Spin & Close Grant
	The Poytner Institute	801 Third Street South, St. Petersburg, Florida 33701		501(c) (3)	$5,053.49	Spin & Close Grant
75	The Pro-Choice Public Education Project, Inc.	P.O. Box 3952, New York, NY 10163		501(c) (3)	$10,061.51	Spin & Close Grant
76	The Sylvia Rivera Law Project (SRLP)	1408 Commonwealth Avenue Bronx, NY 10472		501(c) (3)	$25,000.00	Legal services and advocacy training for low-income transgender communities in New York City.
77	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$10,000.00	to support Hill Snowden Youth Grantmaking Funds
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$12,182.74	general support
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$12,500.00	to support Chicken and Egg Pictures Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$15,228.43	To support Alston Bannerman Fund #1793 of the Tides Foundation
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$15,228.43	to support Alston Banneman Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$15,228.43	to support Alston Bannerman Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$20,000.00	to support Chicken and Egg Pictures Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$25,000.00	This shared client grant is to support the Chicken and Egg Fund. The funds has been recommended from the Susan Cohn Philanthropic Fund of the Jewish Communal Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$25,380.71	Alston Bannerman Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$25,380.71	to support Fellow Stipend of Alston Bannerman Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$25,773.20	To support Alston Bannerman Scholarship Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$27,500.00	to support Chicken and Egg Pictures Fund
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$60,000.00	General support
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$75,000.00	transfer of funds to grant making account
	Tides Foundation	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$150,000.00	Out-of-Home Youth Fund grantmaking (Tides Foundation Fund # 1536)
	Tides Foundation-090108	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$102,040.82	Grant #TC1209-09-598- HIV Collaborative Fund
	Tides Foundation-090108	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$122,448.98	Grant #TC1209-09-598- HIV Collaborative Fund
	Tides Foundation-090108	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$408,163.00	Grant #TC1209-09-598- HIV Collaborative Fund
	Tides Foundation-090410	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$51,020.00	Grant #TC1209-09-669 w/ Shared Client Rebate
	Tides Foundation-090410	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$57,143.00	Grant #TC1209-09-669 w/ Shared Client Rebate
	Tides Foundation-090410	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$57,143.00	Grant #TC1209-09-669 w/ Shared Client Rebate
	Tides Foundation-090410	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$106,122.00	Grant #TC1209-09-669 w/ Shared Client Rebate
	Tides Foundation-090713	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$102,040.82	Grant#TC1209-09-756 w/ Client Shared Rebate Fee
	Tides Foundation-090713	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$102,040.82	Grant#TC1209-09-756 w/ Client Shared Rebate Fee
	Tides Foundation-090713	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$104,081.63	Grant#TC1209-09-756 w/ Client Shared Rebate Fee
	Tides Foundation-090730	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$40,000.00	Grant #TC1209-09-760
	Tides Foundation-090730	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$510,204.00	Grant #TC1209-09-760
	Tides Foundation-091014	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$22,213.97	Grant #TC1128-09-847
	Tides Foundation-5494	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$185,193.00	Grant #TC1128-09-847
	Tides Foundation-5494	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$218,674.00	Grant #TC1128-09-847
	Tides Foundation-5494	P. O. Box 29903 San Francisco, CA 94129	51-0198509	501(c) (3)	$251,721.00	Grant #TC1128-09-847
78	TORCH	80 Eighth Avenue - Mezz B, New York, NY 10011		501(c) (3)	$40,000.00	for young people who participate in the TORCH Internship Program
79	Turning Point for Women and Families	245 23rd Street, 2nd Floor Brooklyn, NY 11215	54-2177390	501(c) (3)	$25,000.00	community outreach to Muslim women, youth and families in NYC
80	United Sikhs in Service of America	P.O. Box 7203, New York, NY 10116	11-3483921	501(c) (3)	$25,000.00	General operating support
81	University Settlement	184 Eldridge Street, New York, NY 10002	13-5562374	501(c) (3)	$10,000.00	in support of organization's participation in Beacons Young Adolescent Initiative (BYA)
82	UPROSE, Inc.	P.O. Box 20178 Greeley Square Station New York, NY 10001	11-2490531	501(c) (3)	$25,000.00	Youth leadership development around environmental sustainability initiatives in New York City
83	Urban Justice Center	248 W 35th Street, Room 1202 New York, NY 10001-2505	13-3442022	501(c) (3)	$25,000.00	2nd Installment
84	Urban Word NYC	242 W 27th Street, Suite 3B, New York, New York 10001	32-0250944non-profit	501(c) (3)	$25,000.00	general support
85	Vibe Theater Experience	123 William Street, 16th Floor New York, NY 10038	13-3442022	501(c) (3)	$25,000.00	to be used for programs in NY City
86	Voces Latinas Corporation	80A Fourth Avenue Brooklyn, NY 11217	20-2312651	501(c) (3)	$25,000.00	ewpanding the Promotoras peer service delivery program and training immigrant Latinas from Queens as HIV educators and advocates

87	Voices UnBroken	157 Montague Street, 4th Floor Brooklyn, NY 11201		501(c) (3)	$25,000.00	Write Your Way curriculum distribution, creative writing workshops for youth in alternative settings, and youth service provider trainings in NYC
88	Washington Heights CORNER Project (WHCP)	26 Court Street, Suite #505 Brooklyn, NY 11242	84-1668109	501(c) (3)	$50,000.00	to be used for general operating support to assist with carrying out the programs and activities of the CORNER Project in NYC
89	Willie Mae Rock Camp for Girls	c/o Metro Baptist Church 406 W. 40th Street New York, NY 10018	03-0481206	501(c) (3)	$25,000.00	general support
90	The Nation Institute	116 East 16th Street, 8th Floor, New York, New York 10003	13-6216903	501(c) (3)	$15,000.00	Spin & Close Grant
91	Youth Represent Inc.	155 Avenue of The Americas 6th Floor New York, NY 10013-1507	20-8034010	501(c) (3)	$25,000.00	2nd Installment
92	Youth United For Community Action	2135 Clarke Avenue, East Palo Alto, California 94303		501(c) (3)	$6,096.36	Spin & Close Grant
	Youth United For Community Action	2135 Clarke Avenue, East Palo Alto, California 94303		501(c) (3)	$8,698.82	Spin & Close Grant
					$5,710,767.56	

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 22. Use Part IV and Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
Client Support, DPF, Sponsorship					
Contribution, Fellowship	61	157,430.			

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Part I, Line 2 - Grantmaker's Description of How Grants are Used

Thorough due diligence is conducted in advance of funding to determine the group's tax-exempt status and whether the group is appropriate from a mission perspective. All grantees receive a written grant agreement which indicates whether lobbying is permissible and by accepting payment, the grantee agrees to the conditions of the award, which provide assurance that funds will not be used for any prohibited purpose.

If a grant is restricted to a particular non-lobbying purpose, organizations further agree that (i) any portion of the grant not used for the stated purpose must be repaid, (ii) any change of purpose must be requested and approved in advance, in

Part I, Line 2 - Grantmaker's Description of How Grants are Used (continued)

writing and (ii) not to use any portion of the grant carry on propaganda or to attempt to influence specific legislation either by direct or grassroots lobbying.

Based on a risk assessment, we may require a progress report for certain grants nine months after the grant award. We ask the grantee to submit a two page narrative describing the use of the funds and activities undertaken as a result of the grant (including lobbying activity, if permitted), along with a financial report.

SCHEDULE J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

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

► **Complete if the organization answered 'Yes' to Form 990, Part IV, line 23.**
► **Attach to Form 990.** ► **See separate instructions.**

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization
Tides Center

Employer identification number
94-3213100

Part I Questions Regarding Compensation

		Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Travel for companions ☐ Tax indemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e.g., maid, chauffeur, chef)			
b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If 'No,' complete Part III to explain	1b		
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?	2		
3 Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply. ☒ Compensation committee ☐ Independent compensation consultant ☐ Form 990 of other organizations ☐ Written employment contract ☒ Compensation survey or study ☒ Approval by the board or compensation committee			
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization:			
a Receive a severance payment or change-of-control payment?	4a		X
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b		X
c Participate in, or receive payment from, an equity-based compensation arrangement?	4c		X
If 'Yes' to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.			
5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a The organization?	5a		X
b Any related organization?	5b		X
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?	6a		X
b Any related organization?	6b		X
If 'Yes' to line 6a or 6b, describe in Part III.			
7 For person 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	7		X
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 Regs. section 53.4958-4(a)(3)? If 'Yes,' describe in Part III	8		X
9 If 'Yes' to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		X

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 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) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation				
Drummond Pike	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	216,960.	0.	0.	10,848.	16,893.	244,701.	0.
Ellen Friedman	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	178,630.	0.	0.	8,932.	20,865.	208,427.	0.
Carla Dartis	(i)	158,200.	0.	0.	2,768.	15,196.	176,164.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
Thomas G. David	(i)	168,300.	0.	0.	4,801.	14,286.	187,387.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
Giovanna Taormina	(i)	166,875.	0.	0.	0.	4,831.	171,706.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
Shamil Idriss	(i)	175,234.	0.	0.	0.	5,721.	180,955.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
Alan Jenkins	(i)	173,880.	0.	0.	4,782.	19,616.	198,278.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
Jane Stafford	(i)	144,834.	0.	0.	5,557.	19,006.	169,397.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.

Part III Supplemental Information

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

SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

► Complete if the organizations answered 'Yes' on Form 990, Part IV, lines 29 or 30.
► Attach to Form 990.

OMB No. 1545-0047

2009

Open To Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I Types of Property

	(a) Check if applicable	(b) Number of Contributions	(c) Revenues reported on Form 990, Part VIII, line 1g	(d) Method of determining revenues
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded	X	1	12,832.	FMV
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (Computer Equip.)	X	3	4,537.	FMV
26 Other ► (L/H Improvement)	X	1	101,057.	FMV
27 Other ► ( )				
28 Other ► ( )				

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

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

Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

► **Complete if the organization answered 'Yes' to Form 990, Part IV, lines 33, 34, 35, 36, or 37.**
► **Attach to Form 990.** ► **See separate instructions.**

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization
Tides Center

Employer identification number
94-3213100

Part I **Identification of Disregarded Entities** (Complete if the organization answered 'Yes' to Form 990, Part IV, line 33.)

(A) Name, address, and EIN of disregarded entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Total income	(E) End-of-year assets	(F) Direct controlling entity
The Pathway Home, LLC 1014 Torney Avenue San Francisco, CA 94129 26-1640175	Veteran's Assistance	CA	2,072,174.	1,125,921.	Tides Center

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

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity
Tides Inc. PO Box 29907 San Francisco, CA 94129 57-113809	Exec/Admin Svcs for Related Orgs & Facilities Mgt & Ops	CA	7	509(a)(1)	N/A
Tides Two Rivers Fund PO Box 29198 San Francisco, CA 94129 20-1588459	Dev & Operate Multi-Tenant Non Profit Centers	CA	11, Type I	509(a)(3)	Tides Foundation/Tides Center
Tides Foundation PO Box 29903 San Francisco, CA 94129 51-0198509	Grantmaking	CA	7	509(a)(1)	N/A

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

(A) Name, address, and EIN of related organization	(B) Primary Activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(F) Share of total income	(G) Share of end-of-year assets	(H) Dispropor-tionate allocations?		(I) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(J) General or managing partner?	
							Yes	No		Yes	No

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

(A) Name, address, and EIN of related organization	(B) Primary Activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Type of entity (C corp, S corp, or trust)	(F) Share of total income	(G) Share of end-of-year assets	(H) Percentage ownership

Part V Transactions With Related Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34, 35, or 36.)

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

			Yes	No
1	During the tax year did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV:			
a	Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties **(iv)** rent from a controlled entity	1a		X
b	Gift, grant, or capital contribution to other organization(s)	1b	X	
c	Gift, grant, or capital contribution from other organization(s)	1c	X	
d	Loans or loan guarantees to or for other organization(s)	1d		X
e	Loans or loan guarantees by other organization(s)	1e		X
f	Sale of assets to other organization(s)	1f		X
g	Purchase of assets from other organization(s)	1g		X
h	Exchange of assets	1h		X
i	Lease of facilities, equipment, or other assets to other organization(s)	1i		X
j	Lease of facilities, equipment, or other assets from other organization(s)	1j	X	
k	Performance of services or membership or fundraising solicitations for other organization(s)	1k	X	
l	Performance of services or membership or fundraising solicitations by other organization(s)	1l		X
m	Sharing of facilities, equipment, mailing lists, or other assets	1m	X	
n	Sharing of paid employees	1n	X	
o	Reimbursement paid to other organization for expenses	1o	X	
p	Reimbursement paid by other organization for expenses	1p	X	
q	Other transfer of cash or property to other organization(s)	1q		X
r	Other transfer of cash or property from other organization(s)	1r	X	

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

(A) Name of other organization	(B) Transaction type (a-r)	(C) Amount involved
(1) Tides Inc.	b	45,000.
(2) Tides Inc.	j	326,880.
(3) Tides Inc.	k	46,331.
(4) Tides Inc.	m	75,355.
(5) Tides Inc.	n	1,851,155.
(6) Tides Inc.	o	465,085.

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered 'Yes' to Form 990, Part IV, line 37.)

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

(A) Name, address, and EIN of entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Are all partners section 501(c)(3) organizations?		(E) Share of end-of-year assets	(F) Dispropor-tionate allocations?		(G) Code V-UBI amount in box 20 of Schedule K-1 Form (1065)	(H) General or managing partner?	
			Yes	No		Yes	No		Yes	No

Part II **Continuation of Identification of Related Tax-Exempt Organizations**

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity
Tides Center PA 5700 Forbes Avenue Pittsburgh, PA 15217 94-3349769	Program Management	PA	11, Type I	509(a)3	Tides Center
Tides Network PO Box 29198 San Francisco, CA 94129 20-3395198	Support Tides Foundation, The Tides Center, and Tides, Inc	CA	11 Type II	509(a)3	N/A
Tides Advocacy Fund PO Box 29229 San Francisco, CA 94-3153687	Grantmaking, Project Services	CA	501(c)4	N/A	N/A

Part V Continuation of Transactions With Related Organizations (Schedule R (Form 990), Part V, line 2)

(A) Name of other organization	(B) Transaction type (a-r)	(C) Amount involved
Tides Inc.	p	13,761.
Tides Two Rivers Fund	j	45,094.
Tides Two Rivers Fund	o	3,679.
Tides Foundation	b	2,981,442.
Tides Foundation	c	5,771,687.
Tides Foundation	n	18,651.
Tides Foundation	o	36,761.
Tides Foundation	p	549,879.
Tides Foundation	r	8,000.

SCHEDULE O (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990

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

OMB No. 1545-0047

2009

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Form 990, Part III, Line 1 - Organization Mission

The Tides Center operates projects promoting shared principles of social justice and a sustainable, healthy society.

The Center's work is organized in three main issue areas / programs: Community Development & Services, Environment & Health, and Policy, Strategy & Global Initiatives. We supported a total of 226 projects with more than 500 employees and hundreds of grantees that do work in the following areas

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

Policy Strategy and Global Initiative Projects: 85+ Projects include projects that work in the areas of Social Justice- Ethnic & Racial, LGBTQ, Government Reform, Religion, Ethics and Conscience, Human Rights, International Development, Reproductive Justice, Economic Opportunity, Activities: Civic Engagement, Advocacy, Leadership Development, Think Tanks. We resettled Iraqi Refugees. We made grants to organizations in New York that focus on community development, grassroots activism, arts and culture and social change and in support of HIV prevention around the world. We published reports including findings from a media analysis of coverage of immigration issues in broadcast news and talk radio, by ideology and region... We produced an international traveling exhibition of 30 renowned and emerging contemporary artists from 24 countries addressing violence against women and girls globally and their basic human rights to a safe life and security. We installed a scale model of our solar system on the National Mall in Washington DC, providing visitors a powerful understanding of Earth's place in space.

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

Name of the organization: Tides Center

Employer identification number: 94-3213100

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

Environment & Health Projects: 65+ projects working in the areas of Climate Change, Environmental Sustainability, Sustainable Food / Agriculture, Prevention Programs, HIV/AIDS Programs, Health Services / Healthcare Reform. Our work in 2009 included the following: We published reports and held summits on green jobs, we granted out funds to support "Green Technology" for clinics. We provided free sexual and reproductive health services to women and girls with insurance-related barriers through clinical visits; provided outreach services to homeless and marginally housed women in the Mission District. We promoted neighborhoods designed and operated to make it easy and convenient for ordinary people to live a healthier, high-quality lifestyle within our fair share of our planet's resources, and produced free mass-distributed videos explaining the perils of over-consumption.

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

Community Development & Services:

67+ projects working in the areas of Education and Training, Youth Development / Organizing, Human Services / Social Services, Women's Empowerment, Income Enhancement / Workforce Development, Homelessness / Housing Services, Violence / Crime Prevention, Education Reform and Leadership Development. In 2009 we provided free online bankruptcy counseling; we provided self-esteem trainings for providers working with challenged youth in the juvenile justice system. We held a conference for the exchange of ideas about urban policy strategies in the Great Lakes Region, convened providers of services for youth focusing on the connection between health & violence, and supported provision of innovative supportive services for veterans and Bay Area residents transitioning from living on the streets. We had a successful National Conference in NYC in May and will have a Men's Training institute coming up this fall. We collaborated with other organizations to present a series of Domestic Violence Leadership Forums, bringing together nonprofit and city government leaders.

Name of the organization: Tides Center

Employer identification number: 94-3213100

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

Pathway Home provides a residential recovery program specifically created for, and dedicated to serve veterans who have served in areas of the world such as Afghanistan and Iraq. The goal of Pathway is to provide a comprehensive program of treatment and support for its warriors so that they can continue to recover from the stressors of war or combat or other traumatic military-related stressors.

Form 990, Part VI, Line 6 - Explanation of Classes of Members or Shareholder

Tides Network is the sole member.

Form 990, Part VI, Line 7b - Decisions of Governing Body Approval by Members or Shareholders

Certain decisions of the Tides Center are subject to the approval power of Tides Network.

Form 990, Part VI, Line 11 - Form 990 Review Process

The Form 990 is made available to the full Board, and the Audit Committee and Legal Counsel review prior to submission.

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

On an annual basis, the directors, officers and key employees are requested to complete a conflict of interest disclosure survey.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process for Officers & Key Employees

The Tides Network Board of Directors personnel committee is tasked with reviewing the CEO performance and compensation annually. Historically, compensation studies have been used for top management and other officers and key employees. In 2009, due to the economic downturn, salaries were reduced for most cental office staff and all of top management, so no compensation analysis was done.

Form 990 , Part VI, Line 17 - List of States which this Return is Filed

AL AK AZ AR CA CO CT DC FL GA IL KS KY ME MD MA MI MN MO MS NH NM NJ NY NC ND OH OK OR PA RI SC TN UT VA WA WV WI

Name of the organization: Tides Center

Employer identification number: 94-3213100

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

The Organization's federal exemption application, each year's Form 990 and audited financial statements are available to the public upon request.

Name of the organization: Tides Center

Employer identification number: 94-3213100

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ► [X]

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).

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

Type or print	Name of Exempt Organization Tides Center	**Employer identification number** 94-3213100
File by the extended due date for filing the return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions. PO Box 29907	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. San Francisco, CA 94129-0907	

Check type of return to be filed (File a separate application for each return):

[X] Form 990 [ ] Form 990-PF [ ] Form 1041-A [ ] Form 6069
[ ] Form 990-BL [ ] Form 990-T (section 401(a) or 408(a) trust) [ ] Form 4720 [ ] Form 8870
[ ] Form 990-EZ [ ] Form 990-T (trust other than above) [ ] Form 5227

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 ► Lori Eason
  Telephone No. ► (415) 561-6300 FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ . If this is for the whole group, check this box ► [ ] . If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/15 , 20 10.

5 For calendar year 2009 , or other tax year beginning ____ , 20 __ , and ending ____ , 20 __ .

6 If this tax year 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 . . The Organization requires additional time to gather the information necessary to file a complete and accurate 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**	$
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 and any amount paid previously with Form 8868	**8b**	$
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs	**8c**	$

Signature and Verification

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 ► Michael Montanello Title ► CPA Date ► 8/9/10

Form **8868** (Rev April 2009)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

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

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

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

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Type or print	Name of Exempt Organization Tides Center	**Employer identification number** 94-3213100
File by the due date for filing your return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions. PO Box 29907	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. San Francisco, CA 94129-0907	

Check type of return to be filed (file a separate application for each return):

[X] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► Lori Eason

Telephone No.. ► (415) 561-6300 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____. If this is for the whole group, check this box ► [ ]. If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [X] calendar year 20 09 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

2 If this tax year 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 or 990-T, 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, or, if required, deposit with FTD coupon or, 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.

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)

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

OMB No. 1545-0047

2008

Open to Public Inspection

A For the 2008 calendar year, or tax year beginning , 2008, and ending ,

B Check if applicable:
- [ ] Address change
- [ ] Name change
- [ ] Initial return
- [ ] Termination
- [ ] Amended return
- [ ] Application pending

C Please use IRS label or print or type. See specific Instructions.

Tides Center
PO Box 29907
San Francisco, CA 94129-0907

D Employer Identification Number: 94-3213100

E Telephone number: (415) 561-6300

G Gross receipts $ 106,664,812.

F Name and address of principal officer: Drummond Pike
Same As C Above

H(a) Is this a group return for affiliates? [ ] Yes [X] No

H(b) Are all affiliates included? [ ] Yes [ ] No
If 'No,' attach a list. (see instructions)

H(c) Group exemption number ►

I Tax-exempt status [X] 501(c) (3)◄ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ► www.tides.org

K Type of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other►

L Year of Formation: 1994

M State of legal domicile: CA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: To promote and support emerging social change and educational programs.

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

3	Number of voting members of the governing body (Part VI, line 1a)	3	6
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	6
5	Total number of employees (Part V, line 2a)	5	814
6	Total number of volunteers (estimate if necessary)	6	0
7a	Total gross unrelated business revenue from Part VIII, line 12, column (C)	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

		Prior Year	Current Year
Revenue			
8	Contributions and grants (Part VIII, line 1h)	72,506,209.	88,985,021.
9	Program service revenue (Part VIII, line 2g)	4,574,669.	7,333,213.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,709,489.	1,508,244.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	394,669.	129,693.
12	Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	79,305,657.	97,956,171.
Expenses			
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	14,469,426.	17,919,104.
14	Benefits paid to or for members (Part IX, column (A), line 4)		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	24,887,903.	34,635,038.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	89,508.	232,916.
b	Total fundraising expenses (Part IX, column (D), line 25) ► 7,819,205.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	23,934,949.	33,407,166.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	63,381,786.	86,194,224.
19	Revenue less expenses. Subtract line 18 from line 12	15,923,871.	11,761,947.

Net Assets or Fund Balances		Beginning of Year	End of Year
20	Total assets (Part X, line 16)	73,382,732.	86,708,665.
21	Total liabilities (Part X, line 26)	5,075,764.	6,612,175.
22	Net assets or fund balances. Subtract line 21 from line 20	68,306,968.	80,096,490.

Part II Signature Block

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

Sign Here

► [redacted] 11·19·09
S Date

► Ellen Friedman Executive VP
Type or print name and title.

Paid Preparer's Use Only

Preparer's signature ► [redacted] Carol Duffield [redacted]

Date: 11/16/09

Check if self-employed ► [ ]

Preparer's identifying number (see instructions): N/A

Firm's name (or yours if self-employed), address, and ZIP + 4 ► Fontanello, Duffield & Otake, LLP
44 Montgomery Street, Suite 2019
San Francisco, CA 94104

EIN ► N/A

Phone no. ► (415) 983-0200

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

Part III Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission:
The Tides Center operates projects promoting shared principles of social justice and a sustainable, healthy society.

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 ☒ 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 ☒ No
If 'Yes,' describe these changes on Schedule O.

4 Describe the exempt purpose achievements for each of the organization's three largest program services 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.

4a (Code:) (Expenses $ 22,265,990. including grants of $ 1,250,220.) (Revenue $ 3,728,705.)
See Schedule O

4b (Code:) (Expenses $ 18,547,639. including grants of $ 11,936,526.) (Revenue $ 1,244,960.)
See Schedule O

4c (Code:) (Expenses $ 28,871,435. including grants of $ 4,732,358.) (Revenue $ 2,359,548.)
See Schedule O

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

4e Total program service expenses ► $ 69,685,064. *(Must equal Part IX, Line 25, column (B).)*

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If 'Yes,' complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	X	
3	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*	3		X
4	**Section 501(c)(3) organizations**. Did the organization engage in lobbying activities? *If 'Yes,' complete Schedule C, Part II*	4	X	
5	**Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.** Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? *If 'Yes,' complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any accounts where 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*	6	X	
7	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*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If 'Yes,' complete Schedule D, Part III*	8		X
9	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*	9		X
10	Did the organization hold assets in term, permanent, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V*	10		X
11	Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? *If 'Yes,' complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable*	11	X	
12	Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? *If 'Yes,' complete Schedule D, Parts XI, XII, and XIII*	12	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If 'Yes,' complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the U.S.?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the U.S.? *If 'Yes,' complete Schedule F, Part I*	14b	X	
15	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, Part II*	15	X	
16	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, Part III*	16		X
17	Did the organization report more than $15,000 on Part IX, column (A), line 11e? *If 'Yes,' complete Schedule G, Part I*	17	X	
18	Did the organization report more than $15,000 total on Part VIII, lines 1c and 8a? *If 'Yes,' complete Schedule G, Part II*	18	X	
19	Did the organization report more than $15,000 on Part VIII, line 9a? *If 'Yes,' complete Schedule G, Part III*	19		X
20	Did the organization operate one or more hospitals? *If 'Yes,' complete Schedule H*	20		X
21	Did the organization report more than $5,000 on Part IX, column (A), line 1? *If 'Yes,' complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 on Part IX, column (A), line 2? *If 'Yes,' complete Schedule I, Parts I and III*	22	X	
23	Did the organization answer 'Yes' to Part VII, Section A, questions 3, 4, or 5? *If 'Yes,' complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, and that was issued after December 31, 2002? *If 'Yes,' answer questions 24b-24d and complete Schedule K. If 'No,' go to question 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d		
25a	**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*	25a		X
b	Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? *If 'Yes,' complete Schedule L, Part I*	25b		X
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*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? *If 'Yes,' complete Schedule L, Part III*	27		X

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
28	During the tax year, did any person who is a current or former officer, director, trustee, or key employee:			
a	Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? *If 'Yes,' complete Schedule L, Part IV.*	28a		X
b	Have a family member who had a direct or indirect business relationship with the organization? *If 'Yes,' complete Schedule L, Part IV*	28b		X
c	Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? *If 'Yes,' complete Schedule L, Part IV.*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If 'Yes,' complete Schedule M.*	29	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If 'Yes,' complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If 'Yes,' complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If 'Yes,' complete Schedule N, Part II.*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If 'Yes,' complete Schedule R, Part I*	33	X	
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*	34	X	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? *If 'Yes,' complete Schedule R, Part V, line 2*	35		X
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*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If 'Yes,' complete Schedule R, Part VI.*	37		X

Part V Statements Regarding Other IRS Filings and Tax Compliance

			Yes	No
1a Enter the number reported in Box 3 of form 1096, Annual Summary and Transmittal of U.S. Information Returns. Enter -0- if not applicable	1a	1,102		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	X	
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	2a	814		
2b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* this return. (see instructions)				
3a Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?		3a		X
b If 'Yes' has it filed a Form 990-T for this year? *If 'No,' provide an explanation in Schedule O*		3b		
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)?		4a		X
b If 'Yes,' enter the name of the foreign country: ►				
See the instructions for exceptions and filing requirements for **Form TD F 90-22.1,** Report of Foreign Bank and Financial Accounts.				
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		X
c If 'Yes,' to question 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?		5c		
6a Did the organization solicit any contributions that were not tax deductible?		6a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not deductible?		6b		
7 **Organizations that may receive deductible contributions under section 170(c).**				
a Did the organization provide goods or services in exchange for any quid pro quo contribution of more than $75?		7a	X	
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		7b	X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		X
d If 'Yes,' indicate the number of Forms 8282 filed during the year	7d			
e Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		X
g For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		7g		X
h For all contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		7h		X
8 **Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8		X
9 **Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.**				
a Did the organization make any taxable distributions under section 4966?		9a		X
b Did the organization make any distribution to a donor, donor advisor, or related person?		9b		X
10 **Section 501(c)(7) organizations.** Enter:				
a Initiation fees and capital contributions included on Part VIII, line 12	10a			
b Gross Receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11 **Section 501(c)(12) organizations.** Enter:				
a Gross income from other members or shareholders	11a			
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a **Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?		12a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b			

Part VI **Governance, Management and Disclosure** *(Sections A, B, and C request information about policies not required by the Internal Revenue Code.)*

Section A. Governing Body and Management

For each 'Yes' response to lines 2-7b below, and for a 'No' response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

		Yes	No
1 a Enter the number of voting members of the governing body . . . 1a 6			
b Enter the number of voting members that are independent . . . 1b 6			
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? See Schedule O	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 organizational documents since the prior Form 990 was filed?	4		X
5 Did the organization become aware during the year of a material diversion of the organization's assets?	5		X
6 Does the organization have members or stockholders?	6		X
7 a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	X	
b Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	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 a Does the organization have local chapters, branches, or affiliates?	9a		X
b If 'Yes,' does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	9b		
10 Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990 . . See Schedule O	10	X	
11 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*	11		X

Section B. Policies

		Yes	No
12 a Does the organization have a written conflict of interest policy? *If 'No,' go to line 13*	12a	X	
b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c Does the organization regularly and consistently monitor and enforce compliance with the policy? *If 'Yes,' describe in Schedule O how this is done* . . . See Schedule O	12c	X	
13 Does the organization have a written whistleblower policy?	13	X	
14 Does 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? . . See Schedule O	15b	X	
Describe the process in Schedule O. (see instructions)			
16 a 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,' has the organization adopted 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		

Section C. Disclosures

17 List the states with which a copy of this Form 990 is required to be filed ► See Schedule O

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 ☒ Another's website ☒ 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. See Schedule O

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

► Lori Eason PO Box 29907 San Francisco, CA 94129-0907 (415) 561-6300

Part VII 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. Use Schedule J-2 if additional space is needed.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- 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) or 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 the organization did not compensate any officer, director, trustee, or key employee.

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
Drummond Pike CEO/Ex Officio	1	X		X				0.	240,000.	35,566.
Dan Carol Director	1	X						0.	0.	0.
John O'Neil Director/Treas.	1	X						0.	0.	0.
Lawrence Litvak Dir./Vice Chair	1	X		X				0.	0.	0.
Maya Wiley Director	1	X						0.	0.	0.
Noa Emmett Aluli, MD Director	1	X						0.	0.	0.
Stephanie Clohesy Director/Chair	1	X		X				0.	0.	0.
Martha Jimenez Director	1	X						0.	0.	0.
Wade Rathke Director	1				X			0.	0.	0.
Kim Sarnecki Secretary	1			X				0.	60,040.	2,400.
Ellen Friedman Executive VP	30			X				0.	194,433.	28,525.
Carla Dartis Key Employee	40				X			153,658.	0.	10,867.
Thomas G. David Proj Sr Strtgst	24					X		196,191.	0.	15,950.
Eric P. Schwartz Project Dir.	40					X		200,272.	0.	23,552.
Peter Kleinbard Project Dir.	40					X		161,200.	0.	8,444.
Alan Jenkins Project Dir.	40					X		173,880.	0.	24,327.
Jane Levikow Dir Ext Relations	35					X		132,144.	0.	0.

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

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
1b Total								1,017,345.	494,473.	149,631.

2 Total number of individuals (including those in 1a) who received more than $100,000 in reportable compensation from the organization ► 39

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization.

(A) Name and business address	(B) Description of Services	(C) Compensation
Phoebe Eng 55 East 9th Street, #3K, New York, NY 10003	Cnslt-Media Svc	159,600.
Coblentz, Patch, Duffy & Bass, LLP One Ferry Building, Suite 200 San	Legal Svcs	148,887.
Participata, LLC 1707 Eye Street Bakersfield, CA 93380	Contractor	393,390.
Manatt Health Solutions 11355 West Olympic Blvd. Los Angeles, CA 900	Consulting Svcs	274,982.
3 Joi, LLC 17 East 80th Street, Suite 10 New York, NY 10021	Film Production	272,573.

2 Total number of independent contractors (including those in 1) who received more than $100,000 in compensation from the organization ► 11

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS 1a Federated campaigns	1a					
b Membership dues	1b					
c Fundraising events	1c	230,528.				
d Related organizations	1d	3,696,458.				
e Government grants (contributions)	1e	8,505,795.				
f All other contributions, gifts, grants, and similar amounts not included above	1f	76,552,240.				
g Noncash contribns included in lns 1a-1f:	$	616,842.				
h **Total.** Add lines 1a-1f		►	88,985,021.			
PROGRAM SERVICE REVENUE		Business Code				
2a Program Revenues			7,333,213.	7,333,213.		
b						
c						
d						
e						
f All other program service revenue						
g **Total.** Add lines 2a-2f		►	7,333,213.			
OTHER REVENUE 3 Investment income (including dividends, interest and other similar amounts)		►	1,524,288.			1,524,288.
4 Income from investment of tax-exempt bond proceeds		►				
5 Royalties		►				
	(i) Real	(ii) Personal				
6a Gross Rents						
b Less: rental expenses						
c Rental income or (loss)						
d Net rental income or (loss)		►				
	(i) Securities	(ii) Other				
7a Gross amount from sales of assets other than inventory	8,692,597.					
b Less: cost or other basis and sales expenses	8,700,536.	8,105.				
c Gain or (loss)	-7,939.	-8,105.				
d Net gain or (loss)		►	-16,044.	-7,939.		-8,105.
8a Gross income from fundraising events (not including $ 230,528. of contributions reported on line 1c). See Part IV, line 18	a	129,693.				
b Less: direct expenses	b					
c Net income or (loss) from fundraising events		►	129,693.			129,693.
9a Gross income from gaming activities. See Part IV, line 19	a					
b Less: direct expenses	b					
c Net income or (loss) from gaming activities		►				
10a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b					
c Net income or (loss) from sales of inventory		►				
Miscellaneous Revenue		Business Code				
11a						
b						
c						
d All other revenue						
e **Total.** Add lines 11a-11d		►				
12 **Total Revenue.** Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e		►	97,956,171.	7,325,274.	0.	1,645,876.

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).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	17,672,148.	17,672,148.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22	176,956.	176,956.		
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	70,000.	70,000.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	164,525.	131,620.	32,905.	0.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1) and persons described in section 4958(c)(3)(B)	0.	0.	0.	0.
7 Other salaries and wages	27,612,035.	21,577,145.	3,235,739.	2,799,151.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	6,858,478.	5,153,489.	1,030,783.	674,206.
10 Payroll taxes				
11 Fees for services (non-employees)				
a Management				
b Legal	381,173.	314,682.	66,491.	
c Accounting	394,597.	219,775.	174,822.	
d Lobbying				
e Prof fundraising svcs. See Part IV, ln 17	232,916.			232,916.
f Investment management fees	82,064.	13,896.	68,168.	
g Other	84,293.	68,539.	15,754.	
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy	3,522,246.	2,816,396.	323,212.	382,638.
17 Travel	3,147,296.	2,689,554.	93,905.	363,837.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,274,820.	1,087,855.	38,355.	148,610.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	419,541.	364,282.	55,259.	
23 Insurance	436,890.	428,864.	8,026.	
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a Consultants	15,701,055.	12,105,131.	910,960.	2,684,964.
b Shared Services	2,153,189.	76,553.	2,076,636.	
c Supplies	1,701,626.	1,482,618.	60,601.	158,407.
d Other Project Expenses	888,500.	729,872.	35,718.	122,910.
e Telephone	870,847.	725,396.	48,275.	97,176.
f All other expenses	2,349,029.	1,780,293.	414,346.	154,390.
25 **Total functional expenses.** Add lines 1 through 24f	86,194,224.	69,685,064.	8,689,955.	7,819,205.
26 **Joint Costs.** Check here ► ☐ if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

			(A) Beginning of year		(B) End of year
ASSETS	1	Cash — non-interest-bearing	621,720.	1	1,148,664.
	2	Savings and temporary cash investments	26,771,057.	2	21,082,474.
	3	Pledges and grants receivable, net	20,183,880.	3	34,049,475.
	4	Accounts receivable, net	1,012,892.	4	551,877.
	5	Receivables from current and former officers, directors, trustees, key employees, or other related parties. Complete Part II of Schedule L		5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B). Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	299,958.	9	276,774.
	10a	Land, buildings, and equipment: cost basis — 10a: 4,408,347.			
	b	Less: accumulated depreciation. Complete Part VI of Schedule D — 10b: 2,279,978.	2,311,937.	10c	2,128,369.
	11	Investments — publicly-traded securities	21,825,682.	11	26,993,559.
	12	Investments — other securities. See Part IV, line 11		12	
	13	Investments — program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	355,606.	15	477,473.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	73,382,732.	16	86,708,665.
LIABILITIES	17	Accounts payable and accrued expenses	4,268,422.	17	4,922,925.
	18	Grants payable	772,342.	18	950,124.
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow account liability. Complete Part IV of Schedule D		21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties	35,000.	23	82,300.
	24	Unsecured notes and loans payable		24	
	25	Other liabilities. Complete Part X of Schedule D		25	656,826.
	26	**Total liabilities.** Add lines 17 through 25	5,075,764.	26	6,612,175.
NET ASSETS OR FUND BALANCES		**Organizations that follow SFAS 117, check here ► [X] and complete lines 27 through 29 and lines 33 and 34.**			
	27	Unrestricted net assets	22,248,380.	27	24,197,468.
	28	Temporarily restricted net assets	46,058,588.	28	55,899,022.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117, check here ► [ ] and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, and equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	**Total net assets or fund balances**	68,306,968.	33	80,096,490.
	34	Total liabilities and net assets/fund balances	73,382,732.	34	86,708,665.

Part XI Financial Statements and Reporting

			Yes	No
1	Accounting method used to prepare the Form 990: [ ] Cash [X] Accrual [ ] Other			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
c	If 'Yes' to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X	
b	If 'Yes,' did the organization undergo the required audit or audits?	3b	X	

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

To be completed by all section 501 (c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts.

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

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I Reason for Public Charity Status (All organizations must complete this part.) (see instructions)

The organization is not a private foundation because it is: (Please check only **one** organization.)

1 [ ] A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i).**

2 [ ] A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 [ ] A hospital or cooperative hospital service organization described in **section 170(b)(1)(A)(iii).** (Attach Schedule H.)

4 [ ] 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: ______

5 [ ] 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)(iv).** (Complete Part II.)

6 [ ] A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 [X] 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.)

8 [ ] A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 [ ] 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.)

10 [ ] An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).** (see instructions)

11 [ ] 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.

a [ ] Type I **b** [ ] Type II **c** [ ] Type III – Functionally integrated **d** [ ] Type III– Other

e [ ] 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).

f 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 . . . . . . [ ]

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

		Yes	No
(i) 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?	11g (i)		
(ii) a family member of a person described in (i) above?	11g (ii)		
(iii) a 35% controlled entity of a person described in (i) or (ii) above?	11g (iii)		

h Provide the following information about the organizations the organization supports.

(i) Name of Supported Organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section **(see instructions)**)	(iv) Is the organization in col. (i) listed in your governing document? Yes	(iv) No	(v) Did you notify the organization in col. (i) of your support? Yes	(v) No	(vi) Is the organization in col. (i) organized in the U.S.? Yes	(vi) No	(vii) Amount of Support
Total									

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.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants.')	56544831.	44203617.	49859754.	72506209.	88985021.	312099432.
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						0.
3 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge						0.
4 **Total.** Add lines 1-3	56544831.	44203617.	49859754.	72506209.	88985021.	312099432.
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)						64,693,532.
6 **Public support.** Subtract line 5 from line 4						247405900.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4	56544831.	44203617.	49859754.	72506209.	88985021.	312099432.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income form similar sources	694,961.	912,453.	1,468,532.	1,709,489.	1,524,288.	6,309,723.
9 Net income form unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss form the sale of capital assets (Explain in Part IV.)						0.
11 **Total support.** Add lines 7 through 10						318409155.

12 Gross receipts from related activities, etc. (see instructions) — 12 — 0.

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f)) — 14 — 77.7 %

15 Public support percentage for 2007 Schedule A, Part IV-A, line 26f — 15 — 77.6 %

16a **33-1/3 support test – 2008.** 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 ► [X]

b **33-1/3 support test – 2007.** If the organization did not check a box on line 13, or 16a, and line 15 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

17a **10%-facts-and-circumstances test – 2008.** 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 ► ☐

b **10%-facts-and-circumstances test – 2007.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ► ☐

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 ► ☐

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

(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ►	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants.')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1-5						
7a Amounts included on lines 1, 2, 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or $5,000						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income form similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included inline 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 **Total support.** (add lns 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f)) — 15 %

16 Public support percentage from 2007 Schedule A, Part IV-A, line 27g — 16 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2008** (line 10c, column (f) divided by line 13, column (f)) — 17 %

18 Investment income percentage from **2007** Schedule A, Part IV-A, line 27h — 18 %

19a **33-1/3 support tests – 2008.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

b **33-1/3 support tests – 2007.** If the organization did not check a box on line 14 or 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

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

Part IV **Supplemental Information.** Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Provide any other additional information. (see instructions)

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

Department of the Treasury
Internal Revenue Service

PUBLIC DISCLOSURE COPY

Schedule of Contributors

► **Attach to Form 990, 990-EZ and 990-PF**
► **See separate instructions.**

OMB No. 1545-0047

2008

Name of the organization
Tides Center

Employer identification number
94-3213100

Organization type (check one):

Filers of: | **Section:**

Form 990 or 990-EZ
[X] 501(c)(3) (enter number) organization
[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
[ ] 527 political organization

Form 990-PF
[ ] 501(c)(3) exempt private foundation
[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
[ ] 501(c)(3) taxable private foundation

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

General Rule –

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

Special Rules –

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

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

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

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization: Tides Center

Employer identification number: 94-3213100

Part I **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		$ 3,696,450.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2		$ 18,375,781.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3		$ 4,978,150.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4		$ 2,118,406.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5		$ 2,570,035.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: Tides Center

Employer identification number: 94-3213100

Part II Noncash Property (see instructions.)

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

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

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

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

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

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

Name of organization: Tides Center

Employer identification number: 94-3213100

Part III ***Exclusively*** **religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete cols **(a)** through **(e)** and the following line entry.)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once – see instructions.) . . . . ► $ N/A

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527
► To be completed by organizations described below.
► Attach to Form 990 or Form 990-EZ.

OMB No. 1545-0047
2008
Open to Public Inspection

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

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

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

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

If the organization answered 'Yes,' to Form 990, Part IV, line 5 (Proxy Tax), then

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

Name of organization: Tides Center
Employer identification number: 94-3213100

Part I-A To be completed by all organizations exempt under section 501(c) and section 527 organizations.
See the instructions for Schedule C for details.

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

Part I-B To be completed by all organizations exempt under section 501(c)(3).
See the instructions for Schedule C for details.

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

Part I-C To be completed by all organizations exempt under section 501(c), except section 501(c)(3).
See the instructions for Schedule C for details.

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

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

Part II-A **To be completed by organizations exempt under section 501(c)(3) that filed Form 5768 (election under section 501(h)).** See the instructions for Schedule C for details.

A Check ► ☐ if the filing organization belongs to an affiliated group.
B Check ► ☐ if the filing organization checked box A and 'limited control' provisions apply.

Limits on Lobbying Expenditures – (The term 'expenditures' means amounts paid or incurred.)	**(a)** Filing organization's totals	**(b)** Affiliated group totals
1 a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		

If the amount on line 1e, column (a) or (b) is:	**The lobbying nontaxable amount is:**
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000.
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000.
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000.

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a. Enter -0- if line g is more than line a		
i Subtract line 1f from line 1c. Enter -0- if line f is more than line c		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ **Yes** ☐ **No**

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	**(a)** 2005	**(b)** 2006	**(c)** 2007	**(d)** 2008	**(e)** Total
2a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column (e))					
c Total lobbying expenditures					
d Grassroots non-taxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B To be completed by organizations exempt under section 501(c)(3) that have NOT filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.

	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?	X		
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	X		
c Media advertisements?	X		59,592.
d Mailings to members, legislators, or the public?	X		56.
e Publications, or published or broadcast statements?	X		9,000.
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		86,622.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means?	X		4,798.
i Other activities? If 'Yes,' describe in Part IV		X	
j Total lines 1c through 1i			160,068.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If 'Yes,' enter the amount of any tax incurred under section 4912			
c If 'Yes,' enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6). See the instructions for Schedule C for details.

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

Part III-B To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, questions 1 and 2 are answered 'No' OR if Part III-A, question 3 is answered 'Yes.' See Schedule C Instructions for details.

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

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; and Part II-B, line 1i. Also, complete this part for any additional information.

Part IV Supplemental Information *(continued)*

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

Attach to Form 990. To be completed by organizations that answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11, or 12.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization

Tides Center

Employer Identification number

94-3213100

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	1	
2 Aggregate contributions to (during year)	500.	
3 Aggregate grants from (during year)		
4 Aggregate value at end of year	18,937.	

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? [X] Yes [ ] No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit?? [X] 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 pleasure)
- [ ] Protection of natural habitat
- [ ] Preservation of open space
- [ ] Preservation of an historically important land area
- [ ] Preservation of certified historic structure

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

		Held at the End of the Year
a Total number of conservation easements	2a	
b Total acreage restricted by conservation easements	2b	
c Number of conservation easements on a certified historic structure included in (a)	2c	
d Number of conservation easements included in (c) acquired after 8/17/06	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable 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, violations, and enforcement of the conservation easement it holds? [ ] Yes [ ] No

6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year ► ____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing easements during the year ► $____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and 170(h)(4)(B)(ii)? [ ] 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 Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116, 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.

b If the organization elected, as permitted under SFAS 116, 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 the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ► $____

(ii) Assets included in Form 990, Part X ► $____

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

a Revenues included in Form 990, Part VIII, line 1 ► $____

b Assets included in Form 990, Part X ► $____

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

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

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other ______

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part 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 Trust, Escrow and Custodial Arrangements Complete if 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:

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

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Investment earnings or 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 year end balance held as:

a Board designated or quasi-endowment ► ______ %

b Permanent endowment ► ______ %

c Term endowment ► ______ %

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

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

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

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

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book Value
1a Land		1,154,860.		1,154,860.
b Buildings		322,985.	136,925.	186,060.
c Leasehold improvements		2,473,653.	1,876,821.	596,832.
d Equipment		456,849.	266,232.	190,617.
e Other				
Total. Add lines 1a-1e *(Column (d) should equal Form 990, Part X, column (B), line 10(c).)* ►				2,128,369.

Part VII Investments–Other Securities See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives and other financial products		
Closely-held equity interests		
Other		
Total. *(Column (b) should equal Form 990 Part X, col. (B) line 12.)* ►		

Part VIII Investments–Program Related (See Form 990, Part X, line 13) N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. *Column (b)(should equal Form 990, Part X, Col. (B) line 13.)* ►		

Part IX Other Assets (See Form 990, Part X, line 15) N/A

(a) Description	(b) Book value
Total. *Column (b) Total (should equal Form 990, Part X, col.(B), line 15).* ►	

Part X Other Liabilities (See Form 990, Part X, line 25)

(a) Description of Liability	(b) Amount
Federal Income Taxes	
Liability - Agency Transactions	656,826.
Total. *Column (b) Total (should equal Form 990, Part X, col. (B) line 25)* ►	656,826.

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. See Part XIV

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	97,956,171.
2	Total expenses (Form 990, Part IX, column (A), line 25)	86,194,224.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	11,761,947.
4	Net unrealized gains (losses) on investments	
5	Donated services and use of facilities	2,353.
6	Investment expenses	
7	Prior period adjustments	
8	Other (Describe in Part XIV) See Part XIV	-336,434.
9	Total adjustments (net). Add lines 4-8	-334,081.
10	Excess or (deficit) for the year per financial statements. Combine lines 3 and 9	11,427,866.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	97,988,955.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a	30,431.		
b	Donated services and use of facilities	2b	2,353.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d			
e	Add lines **2a** through **2d**			2e	32,784.
3	Subtract line **2e** from line **1**			3	97,956,171.
4	Amounts included on Form 990, Part VIII, line 12, but not on line **1**:				
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total revenue. Add lines **3** and **4c.** (This should equal Form 990, Part I, line 12.)			5	97,956,171.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	86,561,089.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	2,353.		
b	Prior year adjustments	2b			
c	Losses reported on Form 990, Part IX, line 25	2c			
d	Other (Describe in Part XIV) See Part XIV	2d	364,512.		
e	Add lines **2a** through **2d**			2e	366,865.
3	Subtract line **2e** from line **1**			3	86,194,224.
4	Amounts included on Form 990, Part IX, line 25, but not on line **1**:				
a	Investments expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIV)	4b			
c	Add lines **4a** and **4b**			4c	
5	Total expenses. Add lines **3** and **4c** (This should equal Form 990, Part I, line 18.)			5	86,194,224.

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; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b.

Part X - FIN 48 Footnote

N/A

Part XIV Supplemental Information *(continued)*

Schedule D, Part XI, Line 8
Other Changes In Net Assets Or Fund Balances

FMV Adjustment of Investments	$	25,609.
Tides Center PA		-362,043.
Total	$	-336,434.

Schedule D, Part XIII, Line 2d
Other Expenses And Losses Per Audited F/S

Expenses from Supporting Organization	$	364,512.
Total	$	364,512.

Schedule F (Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

► Attach to Form 990. Complete if the organization answered 'Yes' to Form 990, Part IV, line 14b, line 15, or line 16.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I **General Information on Activities Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 14b.

1 **For grantmakers.** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? . . . . [X] Yes [ ] No

2 **For grantmakers.** Describe in Part IV the organization's procedures for monitoring the use of grant funds outside the United States.

3 Activities per Region. (Use Schedule F-1 (Form 990) if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures in region
Central America & the Caribbean	0	0	Grantmaking	See Column D	70,000.
Central America and the Caribbean	0	0	Program Services: AIDS Health Care Issues	See Column D	163,995.
East Asia and the Pacific	0	0	Program Services: Labor Rights	See Column D	650,134.
Europe	0	0	Program Services: Health Services, Gay Rights	See Column D	705,389.
Middle East and North Africa	0	0	Program Services: Human Rights	See Column D	57,190.
North America	0	0	Program Services: AIDS Issues, Recycling, Public Policy	See Column D	834,647.
Russia and the Newly Independent States	0	0	Program Services: AIDS Health Care Issues		88,384.
Totals . . . . ►	0	0			3,788,899.

Part II Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 15, for any recipient who received more than $5,000. Check this box if no one recipient received more than $5,000 . . ► ☐

Use Schedule F-1 (Form 990) if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		Central America and the Caribbean	Library Extension, Science Materials, Scholarships	70,000.	Wire Transfer		N/A	N/A

2 Enter total number of organizations that are recognized as charities by the foreign country or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter . . . . ► 0

3 Enter total number of other organizations or entities . . . . ► 1

Part III Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 16. Use Schedule F-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)

Part IV Supplemental Information

Complete this part to provide the information required in Part I, line 2, and any other additional information.

Part I, Line 2 - Grantmakers Explanation For Grants Outside US

Thorough due diligence is conducted in advance of funding to determine whether a group will be an appropriate grantee. We require groups to provide proof of tax status and/or registration documents and their organizational documents. All international grants are restricted to a clearly charitable purpose and must be used exclusively for activities conducted outside of the U.S. All grantees receive a written grant agreement, and by accepting payment the grantee agrees to the conditions of the award, which provides assurance that funds will not be used for any prohibited purpose.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

► **Must be completed by organizations that answer 'Yes' to Form 990, Part IV, lines 17, 18, or 19, and by organizations that enter more than $15,000 on Form 990-EZ, line 6a.**

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I Fundraising Activities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 17.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- [X] Mail solicitations
- [X] Email solicitations
- [X] Phone solicitations
- [X] In-person solicitations
- [X] Solicitation of non-government grants
- [X] Solicitation of government grants
- [X] Special fundraising events

2a Did the organization have 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 [X] No

b 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. Form 990EZ filers are not required to complete this table.

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col.(i)	(vi) Amount paid to (or retained by) organization
Carrie Brogotti	Consultant		X		49,339.	
Gina Belafonte	Dvmt Fundrais		X	151,250.	28,450.	122,800.
RWB Writing Resource	Gt Writing		X		22,500.	
Peter Fugazzotto	Gt Writing		X		21,281.	
Joanne B Wright	Consultant		X		15,975.	
Richard Eidin	Donor Research		X		15,803.	
Christopher Trull	Gt Writing		X	302,500.	14,450.	288,050.
Sustainable Business	Consultant		X		12,000.	
LaMoore Catering	Event		X		9,049.	
KMB Consulting	Communication		X		8,960.	
Total ►				453,750.	197,807.	410,850.

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

AL AK AZ AR CA CO CT DC FL GA IL KS KY ME MD MA MI MN MO MS NH NJ NM NY NC ND OH OK
OR PA RI SC TN UT VA WA WV WI

Part II **Fundraising Events.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 18, or reported more than $15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than $5,000.

		(a) Event #1 Conferences (event type)	(b) Event #2 (event type)	(c) Other Events (total number)	(d) Total Events (Add col. (a) through col. (c))
REVENUE	1 Gross receipts	360,221.			360,221.
	2 Less: Charitable contributions	230,528.			230,528.
	3 Gross revenue (line 1 minus line 2)	129,693.			129,693.
DIRECT EXPENSES	4 Cash prizes				
	5 Non-cash prizes				
	6 Rent/facility costs				
	7 Other direct expenses				
	8 Direct expense summary. Add lines 4- through 7 in column (d) ►				
	9 Net income summary. Combine lines 3 and 8 in column (d) ►				129,693.

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col. (a) through col. (c))
REVENUE	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	
	7 Direct expense summary. Add lines 2 through 5 in column (d) ►				
	8 Net gaming income summary. Combine lines 1 and 7 in column (d) ►				

		YES	NO
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?	9a		
b If 'No,' Explain: ______			
10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a		
b If 'Yes,' Explain: ______			
11 Does the organization operate gaming activities with nonmembers?	11		
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?	12		

				YES	NO
13 Indicate the percentage of gaming activity operated in:					
a The organization's facility	13a	%			
b An outside facility	13b	%			

14 Provide 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? ... **15a** | 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:

Name: ►

Address: ►

16 Gaming manager information

Name: ►

Gaming manager compensation ► $

Description of services provided: ►

☐ Director/officer ☐ Employee ☐ Independent contractor

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? ... **17a** | YES | NO

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

SCHEDULE I (Form 990)

Department of the Treasury Internal Revenue Service

Grants and Other Assistance to Organizations, Governments and Individuals in the U.S.

► Complete if the organization answered 'Yes,' on Form 990, Part IV, lines 21 or 22.
► Attatch to Form 990.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States. See Part IV

Part II Grants and Other Assistance to Governments and Organizations in the United States.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 21 for any recipient that received more than $5,000. Check this box if no one recipient received more than $5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed ► [ ]

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Attached Statement	See Stmt	See Stmt	18,088,143.	3,998,781.	FMV	See Attached Statement	Various - See Attached Statement

2 Enter total number of section 501(c)(3) and government organizations ► 142

3 Enter total number of other organizations ► 0

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered 'Yes' on Form 990, Part IV, line 22. Use Schedule I-1 (Form 990) if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
Honoraruim, Research Stdy, Summer Intern Stipends,Fellowship					
	97	176,956.			

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

Part I, Line 2 - Grantmaker's Description of How Grants are Used

Thorough due diligence is conducted in advance of funding to determine the group's tax-exempt status and whether the group is appropriate from a mission perspective. All grantees receive a written grant agreement which indicates whether lobbying is permissible and by accepting payment, the grantee agrees to the conditions of the award, which provide assurance that funds will not be used for any prohibited purpose.

If a grant is restricted to a particular non-lobbying purpose, organizations further agree that (i) any portion of the grant not used for the stated purpose must be repaid,(ii) any change of purpose must be requested and approved in advance, in

Part I, Line 2 - Grantmaker's Description of How Grants are Used (continued)

writing and (ii) not to use any portion of the grant carry on propaganda or to attempt to influence specific legislation either by direct or grassroots lobbying.

Based on a risk assessment, we may require a progress report for certain grants nine months after the grant award. We ask the grantee to submit a two page narrative describing the use of the funds and activities undertaken as a result of the grant (including lobbying activity, if permitted), along with a financial report.

(a)1 Organization/Fiscal Sponsor Name: Organization Name	(a)2 Organization/Fiscal Sponsor Name: Main Office Address	(b) EIN from FE	(c) IRS Code Section	(d) Amount of cash grant	(e) Amount of non-cash	(g + h) Purpose
Dror for the Wounded	PO Box 7668 New York, NY 10150	20-5220752	501(c)(3)	$28,041.60		Designated purpose funds
Declaration of Independence, Inc.	100 N Crescent Drive, Beverly Hills, CA 90210	95-4811249	501(c)(3)	$16,000.00		to support the groups PSAs
Hanalei School PTSA	P.O. Box 1396, Hanalei, HI 96714	99-0305469	501(c)(3)	$12,500.00		general support
Grantmakers Without Borders	1009 General Kennedy Ave., #2 San Francisco, CA 94129	20-8211195	501(c)(3)	$25,000.00		Spin Grant - general support
Grantmakers Without Borders	1009 General Kennedy Ave., #2 San Francisco, CA 94129	20-8211195	501(c)(3)	$16,621.57		Spin Grant - general support
Learning Disabilities Association of Michigan	200 Museum Drive. Suite 101, Lansing, MI 48933	38-6144641	501(c)(3)	$5,000.00		to regrant under Beldon grant for state-based Learning and Developmental Disabilities Initiative work in Michigan.
Learning Disabilities Association of Minnesota	6100 Golden Valley Road, Golden Valley, MN 55422			$5,000.00		regrant under Beldon grant for state-based Learning and Developmental Disabilities Initiative work in Minnesota
Learning Disabilities Association of New York	1202 Troy-Schenectady Rd., West Latham, NY 12110	13-1990148	501(c)(3)	$5,000.00		to regrant under Beldon grant for state-based Learning and Developmental Disabilities Initiative work in New York
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$32,488.23		to use for the domestic violence programs which serve survivors of domestic violence in San Francisco and their children
American Councils for International Conservation	1776 Massachussetts Avenue NW #700 Washington DC 20036			$5,350.16		Close grant - general support
Gay Straight Alliance Network	1550 Bryant St. Suite 800 San Francisco, CA 94103	20-5367752	501(c)(3)	$7,639.89		Spin Grant - general support
Gay Straight Alliance Network	1550 Bryant St. Suite 800 San Francisco, CA 94103	20-5367752	501(c)(3)	$46,482.46		Spin Grant - general support
Opportunity Fund	111 West St John Street, Suite 800, San Jose, CA 95113	31-1719434	501(c)(3)	$10,192.00		To support the TeamWorks Capital Fund
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$4,000,000.00		to support the Community Clinics Initiative Network for Community Health Grants - RFP 11

Attachment
Schedule I, Part II
Grants and Other Assistance to Governments and Other Organizations in the US

Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$3,000,000.00	for CCI grants - Networking for Community Health
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$25,773.20	To support Alston Banneman Scholarship Fund
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$25,380.71	general support of The Alston/Bannerman Fund
A. J. Muste Memorial Institute	339 Lafayette Street, New York, NY 10012	23-7379088	501(c)(3)	$50,000.00	for general operating support to assist with Carrying out the programs and activities
Adhikaar	39-06 62nd Street, #BL, Woodside, NY 11377	20-3384725	501(c)(3)	$50,000.00	To be used for general support to assist with carrying out the programs and activities of Adhikaar
African Hope Committee	African Hope Committee 441 Convent Avenue, Suite 4D, New York, NY 10031	04-3784718	501(c)(3)	$25,000.00	General operating support
Alwan Foundation Inc.	Alwan for the Arts 16 Beaver Street, 4th Floor, New York, NY 10004	81-0643585	501(c)(3)	$25,000.00	General operating support
Arab American Association of NY	7111 5th Avenue Brooklyn, NY 11209	11-3604756	501(c)(3)	$50,000.00	General operating support
Bowery Arts & Science	310 Bowery, New York, NY 10012	13-3859496	501(c)(3)	$35,000.00	2008 Arts Initiative grants.
Brooklyn Young Mothers' Collective	446 16th Street, #3, Brooklyn, NY 11215			$25,000.00	General operating support
Calpulli Mexican Dance Company	91-10 34th Avenue, 5B, Jackson Heights, NY 11372	20-0642440	501(c)(3)	$25,000.00	one year general operating support
Children's Press Line	163 Amsterdam Avenue, #149, New York, NY 10023			$25,000.00	one year general operating support
Cities at Peace, Inc.	City at Peace - New York 104 West 27th Street, 12th Floor, New York, NY 10001	13-4134366	501(c)(3)	$25,000.00	one year general operating support
College and Community Fellowship (CCF)	The Graduate Center, CUNY 365 Fifth Avenue, Suite 5113, New York, NY 10016	31-1720017	501(c)(3)	$50,000.00	for general operating support to assist with carrying out the programs and activities of CCF in New York City. This is a two-installments award.
Cool Culture	80 Hanson Place Suite 604, Brooklyn, NY 11217	16-1636968	501(c)(3)	$35,000.00	2008 Arts Initiative grants
Damayan Migrant Workers' Association	c/o Metro Baptist Church 410 W. 40th Street, New York, NY 10018	03-0481206	501(c)(3)	$25,000.00	2008 initiative grant
El Centro de Hospitalidad	c/o Project Hospitality 100 Park Ave., Staten Island, NY 10302	13-4178608	501(c)(3)	$25,000.00	2008 Initiated grant

Esperanza del Barrio	2290 Second Avenue, South Store, Ground Floor, New York, NY 10035	75-3128396	501(c)(3)	$25,000.00	2008 initiated grant
FIERCE!	147 West 24th Street, 6th Floor, New York, NY 10011	03-0518774	501(c)(3)	$25,000.00	2008 initiative grants
Fractured Atlas Productions	248 W. 35th Street, Suite 1202, New York, NY 10001-2505	11-3451703	501(c)(3)	$35,000.00	2008 Arts Initiative grants
Fractured Atlas Productions	248 W. 35th Street, Suite 1202, New York, NY 10001-2505	11-3451703	501(c)(3)	$35,000.00	2008 Arts Initiative grants
Fund for the City of New York	121 6th Avenue, #6, New York, NY 10013	13-2612524	501(c)(3)	$50,000.00	for general operating support to assist with carrying out the programs and activities of the DNNYC. This is two-installments grant
Girls for Gender Equity	1360 Fulton Street, Suite 314, Brooklyn, NY 11216	04-3697166	501(c)(3)	$25,000.00	General operating support
Girls Write Now	520 Eight Ave., Suite 2020, New York, NY 10018	54-2115054	501(c)(3)	$35,000.00	2008 Arts Initiative grants
Grassroots Artists Movement	235 East 172nd Street Bronx, NY 10021	34-1975159	501(c)(3)	$50,000.00	General operating support
Green Worker Cooperatives (GWC)	1230 Lafayette Avenue, Box 23, Bronx, NY 10474	20-1828936	501(c)(3)	$25,000.00	General operating support
Groove with Me, Inc.	70 E. 3rd Street, #9, New York, NY 10003	13-3919147	501(c)(3)	$25,000.00	one year general operating support
Hour Children	36-11 A 12th Street Long Island City, NY 11106	13-3647412	501(c)(3)	$100,000.00	General operating support.
In the Spirit of the Children	104 East 126th Street, Suite 4D Wards Island, NY 10035	13-4000928	501(c)(3)	$50,000.00	General operating support.
Latin American Workers Project(LAWP)	1080 Willoughby Avenue, 2nd Floor., Brooklyn, NY 11221	14-1812487	501(c)(3)	$25,000.00	2008 initiated grant
Make the Road New York	301 Grove Street Brooklyn, NY 11237	11-3344389	501(c)(3)	$100,000.00	General operating support.
Mano a Mano: Mexican Culture Without Borders	64 Fulton Street, Suite 403, New York, NY 10038	56-2545700	501(c)(3)	$35,000.00	2008 Arts Initiative grants
Mentoring in Medicine	Dept. of Emergency Medicine Rosenthal SE-RM 201 111 East 210th Street Bronx, NY 10467	26-0306309	501(c)(3)	$50,000.00	General support.
Mirabal Sisters Cultural & Community Center	P.O. Box 536, New York, NY 10031	06-1629188	501(c)(3)	$25,000.00	2008 initiated grant
Multicultural Music Group	601 Walton Avenue, Bronx, NY 10451	13-3894314	501(c)(3)	$35,000.00	2008 Arts Initiative Grants

Museum of Contemporary African Diasporan Arts (MoCADA)	MoCADA 80 Hanson Place, Brooklyn, NY 11217			$25,000.00	one year general operating support
Nah We Yone	P.O. Box 141087, Staten Island, NY 10314	13-4026142	501(c)(3)	$25,000.00	2008 initiate grant
New York Foundation for the Arts, Inc.	155 Avenue of Americas, 6th Floor, New York, NY 10013	23-7129564	501(c)(3)	$35,000.00	2008 Arts Initiative grants
New York Foundation for the Arts, Inc.	155 Avenue of Americas, 6th Floor, New York, NY 10013	23-7129564	501(c)(3)	$35,000.00	2008 Arts Initiative grants
NICE (New Immigrant Community Empowerment)	37-41 77th Street, 2nd Floor, Jackson Heights, NY 11372	11-3560625	501(c)(3)	$25,000.00	2008 initiate grant
Queers for Economic Justice	16 W. 32nd Street, Room 10-H, New York, NY 10001	71-0955732	501(c)(3)	$25,000.00	2008 initiate grant
Red Hook Initiative	201 Richards Street, Suite 108 Brooklyn, NY 11231	20-3904662	501(c)(3)	$50,000.00	General operating support
Renaissance E.M.S.	3251 Third Avenue, Bronx, NY 10456	13-4122438	501(c)(3)	$35,000.00	2008 Arts Initiative grants
Sadie Nash Leadership Project	157 Montague Street, 4th Floor, Brooklyn, NY 11201	11-3633912	501(c)(3)	$25,000.00	General operating support
Sauti-Yetu Center for African Women	P.O. Box 3112, New York, NY 10163	20-1209795	501(c)(3)	$25,000.00	General operating support
T.W.W. Inc./Talks with Wolves	317 Clermont Avenue, Suite 2M, Brooklyn, NY 11205	11-3634316	501(c)(3)	$35,000.00	2008 Arts Initiative grants
The Brotherhood/SisterSol	512 W. 143rd Street New York, NY 10031	13-3857387	501(c)(3)	$100,000.00	General operating support
The Greater New York Labor-Religion Coalition	125 Maiden Lane , 5th Floor, New York, NY 10038			$25,000.00	General operating support
The Hip-Hop Association, Inc.	P.O. Box 1181, New York, NY 10035	20-1232767	501(c)(3)	$25,000.00	one year general operating support
The Interfaith Coalition of Advocates for Reentry and Employment (ICARE)	3041 Broadway, Mailbox 37 New York, NY 10027	30-0469351	501(c)(3)	$50,000.00	General operating support
The New York Immigration Coalition	137-139 West 25th Street, 12th Floor, New York, NY 10001-7277	13-3573409	501(c)(3)	$50,000.00	general operating support to assist with carrying out the programs and activities of the NYSYLC in New York City. This is two-installments grant
The Sikh Coalition	40 Exchange Place, Suite 728, New York, NY 1000S	22-3834037	501(c)(3)	$25,000.00	2008 initiate grant
The Sylvia Rivera Law Project (SRLP)	322 8th Avenue, 3rd Floor, New York, NY 10001	81-0640342	501(c)(3)	$25,000.00	2008 initiate grant
Turning Point for Women and Families	PO Box 670086, Flushing, NY 11367	54-2177390	501(c)(3)	$25,000.00	General operating support

UPROSE, Inc.	166A 22nd Street., Brooklyn, NY 11232	11-2490531	501(c)(3)	$25,000.00	2008 initiate grant
Urban Justice Center	123 William Street 16th Floor, New York, NY 10038	13-3442022	501(c)(3)	$25,000.00	2008 initiated grant
Urban Justice Center	123 William Street 16th Floor, New York, NY 10038	13-3442022	501(c)(3)	$50,000.00	for general operating support to assist with carrying out the programs and activities of the RIPPD in New York City. This is a two-installments grant
Voces Latinas Corporation	43-22 50th Street, Ste. 2C, Woodside, NY 11377	20-2312651	501(c)(3)	$25,000.00	General operating support
Willie Mae Rock Camp for Girls	c/o Hanna Fox 104 Lefferts, Brooklyn, NY 11225	65-1237021	501(c)(3)	$35,000.00	2008 Arts Initiative Grants
Youth Ministries for Peace and Justice	1384 Startford Avenue Bronx, NY 10472	98-0427000	501(c)(3)	$100,000.00	General operating support
Youth Represent	342 Broadway, New York, NY 10013	20-8034010	501(c)(3)	$50,000.00	for general support. This is a two-installments grant
Tides Foundation/Third Way Fund	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$170,558.00	General support
Visitacion Valley Community Center, Inc./CLAER Project	1099 Sunnydale Ave San Francisco, CA 94134			$30,000.00	Spin Grant - general support
Visitacion Valley Community Center, Inc./CLAER Project	1099 Sunnydale Ave San Francisco, CA 94134			$10,402.07	Spin Grant - general support
United Religions	PO Box 29242 1009 General Kennedy Ave SF CA 94129	20-8008593	501(c)(3)	$7,200.00	Scholarship support
Virginia Organizing Project	703 Concord Avenue Charlottesvle, VA 22903	54-1674992	501(c)(3)	$300,000.00	Spin Grant - general support
Virginia Organizing Project	703 Concord Avenue Charlottesvle, VA 22903	54-1674992	501(c)(3)	$161,206.98	Spin Grant - general support
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$1,113,211.00	Grantmaking (regranting) through Tides Foundation DAF for integrated behavioral health projects to California community clinics and health centers
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$20,200.00	To support the Foundation Tools for Community Clinics Project
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$417,000.00	to support the Innovations Incubator Tools grantmaking program
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$2,000,000.00	to increase adoption levels and lower adoptions costs of Electronic Health Record in clinics

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Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$400,000.00	$2,867,200.00	to increase adoption levels and lower adortions costs of Electronic Health Record in clinics
Tides Foundation	444 - 15th Avenue, #101, San Francisco, CA 94118	51-0198509	501(c)(3)	$30,000.00		for Innovations Incubator Tools Fund to support desease registry technology
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$127,230.00		To support treatment access and education efforts in selected funding regions
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$329,702.00		To support tratment access and education efforts in selected funding regions
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$212,666.50	$0.74	general support for the HIV Collaborative Fund
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$303,417.97	$1,131,580.66	Grant making for treatment access and education
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$158,563.45	$1,131,579.92	to support HIV Collaborative Fund
St. Luke's Roosevelt Hospital Center	Department of Emergency Medicine 1111 Amsterdam Avenue, New York, NY 10025	13-2997301	501(c)(3)	$7,500.00		to support the Global Health Fellowship at St. Luke's Roosevelt Hospital Center. This grant is only to be used for salary support and/or protected time for the Director to work with CGCHI and not for travel related or other expenses.
AMS Women Advocates for Minority Single Women Inc.	2345 Louise Harris Suite F, Cleveland, OH 44104			$5,000.00		to support YP4 and CPL fellows in Ohio for their "Power at the Polls" statewide coalition, doing GOTV work and E-day parties at HBCUs and other campuses around the state
Asian Communities for Reproductive Justice	310 8th Street, Suite 102, Oakland, CA 94607	94-3311784	501(c)(3)	$5,000.00		Coordination of an Oakland based Trick or Vote drive and concert event, and support to partners in Los Angeles and Central Valley
Jobs With Justice	2725 Clifton Street, St. Louis, MO 63139	43-1864844	501(c)(3)	$5,000.00		to support development of training materials and scholarships for genvote members participate in the Youth Voter Collective conference/training in St. Louis Missouri
League of Young Voters Education Fund	45 Main Street Suite 628, Brooklyn, NY 11201	76-0744153	501(c)(3)	$5,000.00		to coordinate/facilitate a voter engagement training tour for African American youth leaders with the NAACP youth and college division and Black Youth Vote
League of Young Voters Education Fund	45 Main Street Suite 628, Brooklyn, NY 11201	76-0744153	501(c)(3)	$5,000.00		to support the coordination and promotion of a Milwaukee Trick or Vote Get Out the Vote drive and party
League of Young Voters Education Fund	45 Main Street Suite 628, Brooklyn, NY 11201	76-0744153	501(c)(3)	$5,000.00		organization to support the collaborative trainings in Philadelphia on electoral skills and election protection information, as well as to produce "Know Your Rights" Election Protection Cards.
League of Young Voters Education Fund	45 Main Street Suite 628, Brooklyn, NY 11201	76-0744153	501(c)(3)	$5,000.00		to provide early voting and election day transportation to the polls for Milwaukee residents
Oregon Progress Forum	333 SE 2nd Avenue, Portland, OR 97214	93-1314754	501(c)(3)	$5,000.00		to develop resources and provide technical support to genvote members for anationally coordinated "Trick or Vote" get out the vote campaign

Oregon Progress Forum	333 SE 2nd Avenue, Portland, OR 97214	93-1314754	501(c)(3)	$10,000.00	to provide marketing, branding, fundraising, coordination and talent recruitment support as well as to provide promotional materials for GenVote members carrying out local Trick or Vote get-out-the-vote drives and parties
Oregon Progress Forum	333 SE 2nd Avenue, Portland, OR 97214	93-1314754	501(c)(3)	$10,000.00	to coordinate and promote Portland Trick or Vote drive and party
Ruckus Society	369 15th Street, Oakland, CA 94612	81-0504390	501(c)(3)	$5,000.00	to support trainer costs for trainings at GenVote members' events and conferences this summer and fall
Ruckus Society	369 15th Street, Oakland, CA 94612	81-0504390	501(c)(3)	$5,000.00	to support development of an election protection direct action guide and support to members for their election protection activities
The Center for Civic Policy/New Mexico Youth Organized	1500 Lomas Suite B, Albuquerque, NM 87104	01-0869701	501(c)(3)	$5,000.00	to support a Trick or Vote event in Albuquerque
United States Student Association Foundation	1211 Connecticut Avenue, NW, Washington, DC 20036	23-7211922	501(c)(3)	$5,000.00	to collaborate with Black Youth Vote to produce and distribute 80,000 California non-partisan voter guides throughout the CSU and UC campuses
United States Student Association Foundation	1211 Connecticut Avenue, NW, Washington, DC 20036	23-7211922	501(c)(3)	$8,000.00	to produce non-partisan national youth voter guides
Workers Education Society, NFP	3339 S. Halstead Street, Chicago, IL 60608	13-0007123	501(c)(3)	$5,000.00	This grant is for the Young Voter Collective (YVC) of Chicago and Milwaukee to support the coordination and promotion of a Chicago-based nonpartisan Trick or Vote Get out the Vote canvas and associated party
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$170,000.00	General support for Earth grants grantmaking
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$170,000.00	General support for Earth grants grantmaking
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$332,263.00	general support
Tides Foundation	444 - 15th Avenue, #101, San Francisco, CA 94118	51-0198509	501(c)(3)	$50,000.00	To support the AIDS-Free World Fund
Institute For America's Future (IAF)	1825 K Street, NW, Suite 400, Washington, DC 20006	52-1971942	501(c)(3)	$50,000.00	to support online advocacy work on green energy issues.
Brooklyn Museum	200 Eastern Parkway, Brooklyn, NY 11238	11-1672743	501(c)(3)	$20,000.00	general operating support for Brooklyn Museum's Apprentices Program.
Center for Family Life	1 Alexander Place, Glen Cove, NY 11542	11-2777066	501(c)(3)	$10,000.00	To support organization's participation in Beacons Young Adolescent Initiative
Central Park Conservancy	14 E. 60th Street, New York, NY 10022	13-3022855	501(c)(3)	$45,000.00	For general operating support of Central Park Conservancy Youth Leadership Programs
Child Center of New York	60-02 Queens Blvd, Woodside, NY 11377	11-1733454	501(c)(3)	$40,000.00	To support organization's participation in Beacons Young Adolescent Initiative
Children's Museum of Manhattan	212 West 83rd Street, New York, NY 10208	13-2761376	501(c)(3)	$40,000.00	general operating support for Children's Museum of Manhattan Junior Staff Internship Program

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Citizens Advice Bureau	2054 Morris Avenue, Bronx, NY 10453	13-3254484	501(c)(3)	$35,000.00	in support of the organization's participation in Community Education Pathways to Success, an initiative to help participating organizations strenghen their services for returning youth
Cypress Hills Local Development Corporation	625 Jamaica Avenue, Brooklyn, NY 11208	11-2683663	501(c)(3)	$40,000.00	To support organization's participation in Beacons Young Adolescent Initiative
Cypress Hills Local Development Corporation	625 Jamaica Avenue, Brooklyn, NY 11208	11-2683663	501(c)(3)	$50,000.00	To support Cypress Hill's participation in Community Education Pathways in Success (CEPS), an initiative to help participating organizations strengthen their services for returning youth.
East Side House Settlement	337 Alexander St, Bronx, NY 10454			$35,000.00	in support of the organization's participation in Community Education Pathways to Success, an initiative to help participating organizations strenghen their services for returning youth
Federation Employment and Quidance Service, Inc.	315 Hudson Street, Seventh Floor, New York, NY 10013			$35,000.00	in support of the organization's participation in Community Education Pathways to Success, an initiative to help participating organizations strenghen their services for returning youth
Good Shepherd Services	305 7th Avenue, 9th Floor, New York, NY 10001	13-5598710	501(c)(3)	$10,000.00	To support organization's participation in Beacons Young Adolescent Initiative
Good Shepherd Services	305 7th Avenue, 9th Floor, New York, NY 10001	13-5598710	501(c)(3)	$35,000.00	For use in support of your organization's participation in Community Education Pathways to Success (CEPS).
Museum of Jewish Heritage	36 Battery Place, New York, NY 10208	13-3376265	501(c)(3)	$25,000.00	general operating support for Museum of Jewish Heritage—A Living Memorial to the Holocaust High School Apprenticeship Program.
New Heights Neighborhood Center	716 Fort Washington Avenue, Second Floor, New York, NY 10032	32-0039696	501(c)(3)	$35,000.00	in support of the organization's participation in Community Education Pathways to Success, an initiative to help participating organizations strenghen their services for returning youth
New Settlement Apartments	1512 Townsend Avenue, Bronx, NY 10452	24-1719016	501(c)(3)	$35,000.00	in support of the organization's participation in Community Education Pathways to Success, an initiative to help participating organizations strenghen their services for returning youth
New York City College of Technology	300 Jay Street - Room 320, Brooklyn, NY 11201	11-2529356	501(c)(3)	$15,000.00	to continue to partner with Cypress Hills Local Development Corporation (CHLDC) through its Local Network (LN) of the New York City Partnership for College Access and Success, to provide college access and success services for older disconnected youth who have a desire to pursue their education
New York Hall of Science	4701 111th Street, Queens, NY 11368	11-2104059	501(c)(3)	$50,000.00	For general operating support of Science Career Ladder and After-School Science Clubs
New York Historical Society	170 Central Park West, New York, NY 10024	13-1624124	501(c)(3)	$25,000.00	Fo general operating support of Hiigh School Internship Program
Queens Community House	108-25 62nd Drive, Forest Hills, NY 11375	11-2375583	501(c)(3)	$10,000.00	To support organization's participation in Beacons Young Adolescent Initiative
Queens Library Foundation	89-11 Merrick Blvd, Jamaica, NY 11432	11-3009405	501(c)(3)	$30,000.00	general operating support for Queens Library's Teen Net Mentors Program
San Francisco School Alliance	220 Montgomery Street, Suite 1050, San Francisco, CA 94104	94-3222869	501(c)(3)	$145,000.00	For support of the San Francisco Beacon Initiative's (SFBI) participation in Beacons Young Adolescent Initiative (BYA)

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Settlement Housing Fund, Inc.	247 West 37th Street, 4th Floor, New York, NY 10018			$35,000.00	in support of the organization's participation in Community Education Pathways to Success, an initiative to help participating organizations strenghen their services for returning youth
St. Nicholas Neighborhood Preservation Services	11-29 Catherine Street, Brooklyn, NY 11211			$40,000.00	To support organization's participation in Beacons Young Adolescent Initiative
The Children's Hospital at Montefiore	111 E. 210th Street, Bronx, New York 10467	13-1740114		$25,000.00	General operating support of Montefiore Carl Sagan Discovery Program
The Nature Conservancy	322 Eight Avenue, 16th Floor, New York, NY 10001			$25,000.00	general operating support for the Nature Conservancy's Internship for City Youth
The New York Botanical Garden	Bronx River Parkway at Fordham Road, Bronx, NY 10458-5126	13-1693134		$25,000.00	For general operating support of New York Botanical Garden Explainer Program
Turning Point Educational Center	5220 Fourth Avenue, Brooklyn, NY 11220	11-2838138		$35,000.00	in support of the organization's participation in Community Education Pathways to Success, an initiative to help participating organizations strenghen their services for returning youth
University Settlement	184 Eldridge Street, New York, NY 10002	13-5562374		$15,000.00	to support organization's participation in Beacons Young Adolescent Initiative
Wave Hill	675 West 252nd Street, Bronx, NY 10471	13-6178903	501(c)(3)	$30,000.00	to support participation in the Career Internship Network (CIN)
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$550,000.00	To support civic engagement in immigrant communities
Tides Foundation	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$5,000.00	general support
Tides Foundation	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$25,000.00	General Support
Tides Foundation	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$25,000.00	To support Chicken and Egg Pictures Fund
Tides Foundation	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$12,500.00	To support Chicken and Egg Pictures Fund
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$25,000.00	To support Chicken and Egg Pictures Fund
Tides Foundation	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$5,000.00	general support
Tides Foundation	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$25,000.00	to support Chicken and Egg Pictures Fund
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$100,000.00	to create a fund in the Foundation
The Poynter Institute	801 Third St South St Petersburg FL 33701			$45,000.00	Spin Grant - general support
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$30,000.00	General Support for New Policy Institute Fund
Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$25,380.71	To support New Policy Institute Fund

Attachment

Schedule I, Part II

Grants and Other Assistance to Governments and Other Organizations in the US

Tides Foundation	P.O. Box 29903, San Francisco, CA 94129-0903	51-0198509	501(c)(3)	$10,161.43	This grant is for New Policy Institute Fund
Tides Foundation	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$58,000.00	To support the Alliance of Civilizations Media Fund
Tides Foundation	PO Box 29903, San Francisco, CA 94129	51-0198509	501(c)(3)	$26,509.64	To support The Alliance of Civilizations Media Fund

SCHEDULE J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

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

Attach to Form 990. To be completed by organizations that answered 'Yes' to Form 990, Part IV, line 23.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization

Tides Center

Employer identification number

94-3213100

Part I Questions Regarding Compensation

		Yes	No
1 a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Travel for companions ☐ Tax indemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e.g., maid, chauffeur, chef)			
b If line 1a is 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	1 b		
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?	2		
3 Indicate which, if any, of the following organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply. ☒ Compensation committee ☐ Independent compensation consultant ☐ Form 990 of other organizations ☐ Written employment contract ☒ Compensation survey or study ☒ Approval by the board or compensation committee			
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a:			
a Receive a severance payment or change of control payment?	4a		X
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b		X
c Participate in, or receive payment from, an equity-based compensation arrangement? If 'Yes' to any of 4a-c, list the persons and provide the applicable amounts for each item in Part III.	4c		X
Only 501(c)(3) and 501(c)(4) organizations must complete lines 5-8.			
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?	5a		X
b Any related organization? If 'Yes' to line 5a or 5b, describe in Part III.	5b		X
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?	6a		X
b Any related organization? If 'Yes' to line 6a or 6b, describe in Part III.	6b		X
7 For person 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.	7		X
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 Regs. section 53.4958-4(a)(3)? If 'Yes,' describe in Part III	8		X

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use Schedule J-1 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) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation (i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other compensation	(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
Drummond Pike	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	240,000.	0.	0.	12,000.	23,566.	275,566.	0.
Ellen Friedman	(i)	0.	0.	0.	0.	0.	0.	0.
	(ii)	194,433.	0.	0.	9,880.	18,645.	222,958.	0.
Carla Dartis	(i)	153,658.	0.	0.	0.	10,867.	164,525.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
Thomas G. David	(i)	196,191.	0.	0.	0.	15,950.	212,141.	0
	(ii)	0.	0.	0.	0.	0.	0.	0.
Eric P. Schwartz	(i)	200,272.	0.	0.	0.	23,552.	223,824.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
Peter Kleinbard	(i)	161,200.	0.	0.	0.	8,444.	169,644.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
Alan Jenkins	(i)	173,880.	0.	0.	0.	24,327.	198,207.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III Supplemental Information

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

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Non-Cash Contributions

► To be completed by organizations that answered 'Yes' on Form 990, Part IV, lines 29 or 30.

► Attach to Form 990.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I Types of Property

	(a) Check if applicable	(b) Number of Contributions	(c) Revenues reported on Form 990, Part VIII, line 1g	(d) Method of determining revenues
1 Art–Works of art				
2 Art–Historical treasures				
3 Art–Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities–Publicly traded	X	31	616,842.	
10 Securities–Closely held stock				
11 Securities–Partnership, LLC, or trust interests				
12 Securities–Miscellaneous				
13 Qualified conservation contribution (historic structures)				
14 Qualified conservation contribution (other)				
15 Real estate–Residential				
16 Real estate–Commercial				
17 Real estate–Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (________________)				
26 Other ► (________________)				
27 Other ► (________________)				
28 Other ► ( )				

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

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

Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

SCHEDULE R (Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

► Attach to Form 990. To be completed by organizations that answered 'Yes' to Form 990, Part IV, lines 33, 34, 35, 36, or 37.
► See separate instructions.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization: Tides Center

Employer identification number: 94-3213100

Part I Identification of Disregarded Entities

(A) Name, address, and EIN of disregarded entity	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Total income	(E) End-of-year assets	(F) Direct controlling entity
The Pathway Home, LLC 1014 Torney Avenue San Francisco, CA 94129 26-1640175	Veteran's Assistance	CA	653,780.	1,150,117.	Tides Center

Part II Identification of Related Tax-Exempt Organizations

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (state or foreign country)	(D) Exempt Code section	(E) Public charity status (if section 501(c)(3))	(F) Direct controlling entity
Tides Inc. PO Box 29907 San Francisco, CA 94129 57-113809	Exec/Admin Svcs for Related Orgs & Facilities Mgt & Ops	CA	501(c)(3)	509(a)(1)	N/A
Tides Two Rivers Fund PO Box 29198 San Francisco, CA 94129 20-1588459	Dev & Operate Multi-Tenant Non Profit Centers	CA	501(c)(3)	509(a)(3)	Tides Foundation/Tides Center
Tides Foundation PO Box 29903 San Francisco, CA 94129 51-0198509	Grantmaking	CA	501(c)(3)	509(a)(1)	N/A

Part III Identification of Related Organizations Taxable as a Partnership

(A) Name, address, and EIN of related organization	(B) Primary Activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Predominant income (related, investment, unrelated)	(F) Share of total income	(G) Share of end-of-year assets	(H) Dispropor-tionate allocations? Yes	(H) No	(I) Code V-UBI amount in Box 20 of Schedule K-1 (Form 1065)	(J) General or managing partner? Yes	(J) No

Part IV Identification of Related Organizations Taxable as a Corporation or Trust

(A) Name, address, and EIN of related organization	(B) Primary Activity	(C) Legal domicile (state or foreign country)	(D) Direct controlling entity	(E) Type of entity (C corp, S corp, or trust)	(F) Share of total income	(G) Share of end-of-year assets	(H) Percentage ownership

Part V Transactions With Related Organizations

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

			Yes	No
1	During the tax year did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV:			
a	Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity	1a		X
b	Gift, grant, or capital contribution to other organization(s)	1b	X	
c	Gift, grant, or capital contribution from other organization(s)	1c	X	
d	Loans or loan guarantees to or for other organization(s)	1d		X
e	Loans or loan guarantees by other organization(s)	1e		X
f	Sale of assets to other organization(s)	1f		X
g	Purchase of assets from other organization(s)	1g		X
h	Exchange of assets	1h		X
i	Lease of facilities, equipment, or other assets to other organization(s)	1i		X
j	Lease of facilities, equipment, or other assets from other organization(s)	1j	X	
k	Performance of services or membership or fundraising solicitations for other organization(s)	1k		X
l	Performance of services or membership or fundraising solicitations by other organization(s)	1l		X
m	Sharing of facilities, equipment, mailing lists, or other assets	1m	X	
n	Sharing of paid employees	1n	X	
o	Reimbursement paid to other organization for expenses	1o	X	
p	Reimbursement paid by other organization for expenses	1p	X	
q	Other transfer of cash or property to other organization(s)	1q		X
r	Other transfer of cash or property from other organization(s)	1r		X

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

	(A) Name of other organization	(B) Transaction type (a-r)	(C) Amount involved
(1)	Tides Inc.	b	115,158.
(2)	Tides Inc.	j	290,536.
(3)	Tides Inc.	o	2,221,553.
(4)	Tides Two Rivers Fund	j	61,003.
(5)	Tides Foundation	b	13,853,135.
(6)	Tides Foundation	c	3,873,799.

Part VI **Unrelated Organizations Taxable as a Partnership**

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

(A) Name, address, and EIN of entity	(B) Primary activity	(C) Legal Domicile (State or Foreign Country)	(D) Are all partners section 501(c)(3) organizations?		(E) Share of end-of-year assets	(F) Dispropor-tionate allocations?		(G) Code V-UBI amount in Box 20 of Schedule K-1 Form (1065)	(H) General or managing partner?	
			Yes	No		Yes	No		Yes	No

Part II Continuation of Identification of Related Tax-Exempt Organizations

(A) Name, address, and EIN of related organization	(B) Primary activity	(C) Legal domicile (State or Foreign Country)	(D) Exempt Code section	(E) Public charity status (if 501(c)(3))	(F) Direct controlling Entity
Tides Center PA 5700 Forbes Avenue Pittsburgh, PA 15217 94-3349769	Program Management	PA	501(c)3	509(a)3	Tides Center
Tides Network PO Box 29198 San Francisco, CA 94129 20-3395198	Support Tides Foundation, The Tides Center, and Tides, Inc	CA	501(c)3	509(a)3	Tides Foundation/Tides Center
Tides Advocacy Fund PO Box 29229 San Francisco, CA 94-3153687	Grantmaking, Project Services	CA	501(c)4		N/A

Part V **Continuation of Transactions With Related Organizations** (Schedule R (Form 990), Part V, line 2)

(A) Name of other organization	(B) Transaction type (a-r)	(C) Amount involved
Tides Foundation	n	68,424.
Tides Foundation	o	39,916.
Tides Foundation	p	417,272.
Tides Advocacy Fund	p	89,075.

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

► Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No. 1545-0047

2008

Open to Public Inspection

Name of the organization

Tides Center

Employer identification number

94-3213100

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

Our work is organized in three main issue areas/ programs: Community Development and Services (CDS), Environment and Health (EH), and Policy Strategy and Global Initiatives (PSGI). We support a total of 220 projects with more than 500 employees and hundreds of grantees that do work in the following areas.

Community Development Services: 65+ Projects that work in the areas of Education and Training , Youth Development/ Organizing, Human Services/ Social Services , Women's Empowerment, Income Enhancement/ Workforce Development, Homelessness/Housing Services, Violence/ Crime Prevention. In the last year, we launched a website and support counseling system for individuals who face bankruptcy. We've provided more than 600 homeless individuals with supportive housing (housing is paired with health, mental health and drug and alcohol addiction recovery programs. We've supported more than 100 youth in the criminal justice system with mentorship and education programs, and provided youth development organizations throughout the country with best practices in the field. We've held conferences on violence prevention and community development. We've conducted advocacy programs throughout the country on community rights. We've supported hundreds of inner city youth with gardening programs. We've helped more than 50 Veterans struggling with Post Traumatic Stress Disorder to cope with their anxieties. We have provided more than 100 victims of domestic violence with temporary housing resources and referrals. We've supported refugees in the United states with counseling, resources and referrals.

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

Environment and Health Projects: 65+ Projects that work in the areas of Climate Change, Environmental Sustainability, Sustainable Food/ Agriculture, Prevention Programs, HIV AIDS Programs, Health Services/ Healthcare Reform

Schedule O (Form 990) 2008

Name of the organization: Tides Center

Employer identification number: 94-3213100

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

We've published reports and held summits on green jobs, We've registered nearly 800,000 new voters in 13 states and over 400 events around the country. We've granted out funds to support "Green Technology" for clinics. We've provided free sexual and reproductive health services to women and girls with insurance-related barriers through $4,773 clinical visits; Provided outreach services to homeless and marginally housed women in the Mission District that included over 2,600 encounters on the streets in SRO's over 2,000 encounters with 42 women each week at Ladies Night, We've conducted 19 health workshops for incarcerated women in SF county jails. We've produced 55,000 condom cases handed out at the International Aids Conference in Mexico in Aug 08. We've conducted 6 gatherings across the country of experts from different disciplines to discuss the genetics and society. We've convened communities around the world to discuss human rights and the rights of people with disabilities.

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

Policy Strategy and Global Initiative Projects: 80+ Projects include projects that work in the areas of Social Justice- Ethnic & Racial, LGBTQ, Government Reform, Religion, Ethics and Conscience, Human Rights, International Development, Reproductive Justice, Economic Opportunity, Activities: Civic Engagement, Advocacy, Leadership Development, Think Tanks. We've resettled a growing number of Iraqi Refugees. We've made grants totaling $1,435,000 to more than 50 organization in NY that focus on community development, grassroots activism, arts and culture and social change. We've published reports on healthcare, immigration and education. We've engaged 82 funders in a conference on grantmaking in Africa. We supported women documentary filmmakers and held exhibits about violence against women and indigenous people internationally. We've provided 1000+ nonprofits with communications support

Name of the organization: Tides Center

Employer identification number: 94-3213100

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

and data. We've provided leadership support to more than 200 social justice leaders. We've engaged leaders, funders and activists in conversations about policy, best practices in service delivery, community engagement.

Form 990, Part VI, Line 2 - Business or Family Relationship of Officers, Directors, Etc.

Drummond Pike and Lawrence Litvak - Business Relationship

Form 990, Part VI, Line 10 - Form 990 Review Process

Audit Committee and Legal Council review prior to submission.

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

On an annual basis, the directors, officers and key employees are required to complete a conflict of interest disclosure survey.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process for Officers & Key Employees

Tides Network uses a 360 Degree Employee Review process conducted by the Human Resources department for the CEO and for other staff as determined by management. Tides Network regularly reviews comparability data from the following sources: The Chronicle of Philanthropy, Guidestar, Council on Foundations, and the Compensation in Nonprofit Organizations report published by Abbot, Langer & Associates, Inc. The Tides Network Board of Directors Personnel Committee is tasked with reviewing the CEO performance and compensation annually. The Personnel Committee meets to review data collected through the 360 process, and then meets with the CEO individually and determines compensation by considering comparability data, job performance, progress towards goals, and 360 review assessments.

Form 990 , Part VI, Line 17 - List of States which this Return is Filed

AL AK AZ AR CA CO CT DC FL GA IL KS KY ME MD MA MI MN MO MS NH NJ NM NY NC ND OH OK OR PA RI SC TN UT VA WA WV WI

Schedule O (Form 990) 2008

Name of the organization	Employer identification number
Tides Center	94-3213100

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

The organization's federal exemption application, each year's Form 990 and audited financial statements are available to the public upon request.

Form **8868** (Rev 4-2008)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ► [X]

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).

Part II Additional (Not Automatic) 3-Month Extension of Time. You must file original and one copy.

Type or print	Name of Exempt Organization Tides Center	Employer identification number 94-3213100
File by the extended due date for filing the return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions. PO Box 29907	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. San Francisco, CA 94129-0907	

Check type of return to be filed (File a separate application for each return):

[X] Form 990
[ ] Form 990-BL
[ ] Form 990-EZ
[ ] Form 990-PF
[ ] Form 990-T (section 401(a) or 408(a) trust)
[ ] Form 990-T (trust other than above)
[ ] Form 1041-A
[ ] Form 4720
[ ] Form 5227
[ ] Form 6069
[ ] Form 8870

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 ► Lauren Webster

Telephone No. ► (415) 561-6300 FAX No. ►

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

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

4 I request an additional 3-month extension of time until 11/15, 20 09.

5 For calendar year 2008, or other tax year beginning ______, 20 __, and ending ______, 20 __.

6 If this tax year 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 . . The Organization requires additional time to gather the information necessary to file a complete and accurate 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	$
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 and any amount paid previously with Form 8868	8b	$
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs.	8c	$

Signature and Verification

Under penalties [redacted] 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 c[redacted]

Signature ► [redacted] Title ► CPA Date ► 8/10/09

BAA FIFZ0502L 04/16/08 Form **8868** (Rev 4-2008)

Fontanello, Duffield & Otake, LLP

44 Montgomery Street, Suite 2019

San Francisco, CA 94104

COPY

Form **8868** (Rev April 2009)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

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

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

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

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Type or print	Name of Exempt Organization Tides Center	**Employer identification number** 94-3213100
File by the due date for filing your return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions. PO Box 29907	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. San Francisco, CA 94129-0907	

Check type of return to be filed (file a separate application for each return):

[X] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (section 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► Lori Eason

Telephone No.. ► (415) 561-6300 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ► [ ]. If it is for part of the group, check this box ► [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 09, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [X] calendar year 20 08 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

2 If this tax year 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 or 990-T, 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, or, if required, deposit with FTD coupon or, 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.