

Form **1023**
(Rev. June 2006)
Department of the Treasury
Internal Revenue Service

Application for Recognition of Exemption (99) Under Section 501(c)(3) of the Internal Revenue Code

OMB No. 1545-0056

Note: If exempt status is approved, this application will be open for public inspection.

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

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

Part I Identification of Applicant

1 Full name of organization (exactly as it appears in your organizing document) Youth Celebrate Diversity		2 c/o Name (if applicable)	
3 Mailing address (Number and street) (see instructions) PO Box 70556		Room/Suite	4 Employer Identification Number (EIN) 46-4967224
City or town, state or country, and ZIP + 4 Bethesda, MD 20813		5 Month the annual accounting period ends (01-12) 12	
6 Primary contact (officer, director, trustee, or authorized representative) a Name: Janet Elaine Sammons		b Phone: (303) 973-8433	
		c Fax: (optional)	
7 Are you represented by an authorized representative, such as an attorney or accountant? If "Yes," provide the authorized representative's name, and the name and address of the authorized representative's firm. Include a completed Form 2848, <i>Power of Attorney and Declaration of Representative</i> , with your application if you would like us to communicate with your representative. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
8 Was a person who is not one of your officers, directors, trustees, employees, or an authorized representative listed in line 7, paid, or promised payment, to help plan, manage, or advise you about the structure or activities of your organization, or about your financial or tax matters? If "Yes," provide the person's name, the name and address of the person's firm, the amounts paid or promised to be paid, and describe that person's role. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
9a Organization's website:			
b Organization's email: (optional) janet.sammons@youthcelebratediversity.org			
10 Certain organizations are not required to file an information return (Form 990 or Form 990-EZ). If you are granted tax-exemption, are you claiming to be excused from filing Form 990 or Form 990-EZ? If "Yes," explain. See the instructions for a description of organizations not required to file Form 990 or Form 990-EZ. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
11 Date incorporated if a corporation, or formed, if other than a corporation. (MM/DD/YYYY) 3 / 1 / 2014			
12 Were you formed under the laws of a foreign country? If "Yes," state the country. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

For Paperwork Reduction Act Notice, see page 24 of the instructions.

Cat. No. 17133K

Form **1023** (Rev. 6-2006)

Part II Organizational Structure

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

- 1 Are you a **corporation**? If "Yes," attach a copy of your articles of incorporation showing **certification of filing** with the appropriate state agency. Include copies of any amendments to your articles and be sure they also show state filing certification. ☒ Yes ☐ No
- 2 Are you a **limited liability company (LLC)**? If "Yes," attach a copy of your articles of organization showing certification of filing with the appropriate state agency. Also, if you adopted an operating agreement, attach a copy. Include copies of any amendments to your articles and be sure they show state filing certification. Refer to the instructions for circumstances when an LLC should not file its own exemption application. ☐ Yes ☒ No
- 3 Are you an **unincorporated association**? If "Yes," attach a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments. ☐ Yes ☒ No
- 4a Are you a **trust**? If "Yes," attach a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments. ☐ Yes ☒ No
- b Have you been funded? If "No," explain how you are formed without anything of value placed in trust. ☐ Yes ☐ No
- 5 Have you adopted **bylaws**? If "Yes," attach a current copy showing date of adoption. If "No," explain how your officers, directors, or trustees are selected. ☒ Yes ☐ No

Part III Required Provisions in Your Organizing Document

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

- 1 Section 501(c)(3) requires that your organizing document state your exempt purpose(s), such as charitable, religious, educational, and/or scientific purposes. Check the box to confirm that your organizing document meets this requirement. Describe specifically where your organizing document meets this requirement, such as a reference to a particular article or section in your organizing document. Refer to the instructions for exempt purpose language. Location of Purpose Clause (Page, Article, and Paragraph): Page 1, Article III, Section 3.1 ☒
- 2a Section 501(c)(3) requires that upon dissolution of your organization, your remaining assets must be used exclusively for exempt purposes, such as charitable, religious, educational, and/or scientific purposes. Check the box on line 2a to confirm that your organizing document meets this requirement by express provision for the distribution of assets upon dissolution. If you rely on state law for your dissolution provision, do not check the box on line 2a and go to line 2c. ☒
- 2b If you checked the box on line 2a, specify the location of your dissolution clause (Page, Article, and Paragraph). Do not complete line 2c if you checked box 2a. Page 3, Article IX, Paragraph 1
- 2c See the instructions for information about the operation of state law in your particular state. Check this box if you rely on operation of state law for your dissolution provision and indicate the state: ☐

Part IV Narrative Description of Your Activities

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

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

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

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
See attachment			

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

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

Name	Title	Mailing address	Compensation amount (annual actual or estimated)

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

Name	Title	Mailing address	Compensation amount (annual actual or estimated)

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

2a Are any of your officers, directors, or trustees **related** to each other through **family or business relationships**? ☐ Yes ☒ No
If "Yes," identify the individuals and explain the relationship.

b Do you have a business relationship with any of your officers, directors, or trustees other than through their position as an officer, director, or trustee? If "Yes," identify the individuals and describe the business relationship with each of your officers, directors, or trustees. ☐ Yes ☒ No

c Are any of your officers, directors, or trustees related to your highest compensated employees or highest compensated independent contractors listed on lines 1b or 1c through family or business relationships? If "Yes," identify the individuals and explain the relationship. ☐ Yes ☒ No

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

b Do any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c receive compensation from any other organizations, whether tax exempt or taxable, that are related to you through **common control**? If "Yes," identify the individuals, explain the relationship between you and the other organization, and describe the compensation arrangement. ☐ Yes ☒ No

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

- a** Do you or will the individuals that approve compensation arrangements follow a conflict of interest policy? ☒ Yes ☐ No
- b** Do you or will you approve compensation arrangements in advance of paying compensation? ☒ Yes ☐ No
- c** Do you or will you document in writing the date and terms of approved compensation arrangements? ☒ Yes ☐ No

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

- d** Do you or will you record in writing the decision made by each individual who decided or voted on compensation arrangements? ☒ Yes ☐ No
- e** Do you or will you approve compensation arrangements based on information about compensation paid by similarly situated taxable or tax-exempt organizations for similar services, current compensation surveys compiled by independent firms, or actual written offers from similarly situated organizations? Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. ☒ Yes ☐ No
- f** Do you or will you record in writing both the information on which you relied to base your decision and its source? ☒ Yes ☐ No
- g** If you answered "No" to any item on lines 4a through 4f, describe how you set compensation that is **reasonable** for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c.
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- 5a** Have you adopted a **conflict of interest policy** consistent with the sample conflict of interest policy in Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board. If "No," answer lines 5b and 5c. ☒ Yes ☐ No
- b** What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you for setting their own compensation?
- c** What procedures will you follow to assure that persons who have a conflict of interest will not have influence over you regarding business deals with themselves?
- Note:** A conflict of interest policy is recommended though it is not required to obtain exemption. Hospitals, see Schedule C, Section I, line 14.
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- 6a** Do you or will you compensate any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, or 1c through **non-fixed payments**, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are determined, who is eligible for such arrangements, whether you place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. ☐ Yes ☒ No
- b** Do you or will you compensate any of your employees, other than your officers, directors, trustees, or your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year, through non-fixed payments, such as discretionary bonuses or revenue-based payments? If "Yes," describe all non-fixed compensation arrangements, including how the amounts are or will be determined, who is or will be eligible for such arrangements, whether you place or will place a limitation on total compensation, and how you determine or will determine that you pay no more than reasonable compensation for services. Refer to the instructions for Part V, lines 1a, 1b, and 1c, for information on what to include as compensation. ☐ Yes ☒ No
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- 7a** Do you or will you purchase any goods, services, or assets from any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such purchase that you made or intend to make, from whom you make or will make such purchases, how the terms are or will be negotiated at **arm's length**, and explain how you determine or will determine that you pay no more than **fair market value**. Attach copies of any written contracts or other agreements relating to such purchases. ☒ Yes ☐ No
- b** Do you or will you sell any goods, services, or assets to any of your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," describe any such sales that you made or intend to make, to whom you make or will make such sales, how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you are or will be paid at least fair market value. Attach copies of any written contracts or other agreements relating to such sales. ☐ Yes ☒ No
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- 8a** Do you or will you have any leases, contracts, loans, or other agreements with your officers, directors, trustees, highest compensated employees, or highest compensated independent contractors listed in lines 1a, 1b, or 1c? If "Yes," provide the information requested in lines 8b through 8f. ☐ Yes ☒ No
- b** Describe any written or oral arrangements that you made or intend to make.
- c** Identify with whom you have or will have such arrangements.
- d** Explain how the terms are or will be negotiated at arm's length.
- e** Explain how you determine you pay no more than fair market value or you are paid at least fair market value.
- f** Attach copies of any signed leases, contracts, loans, or other agreements relating to such arrangements.
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- 9a** Do you or will you have any leases, contracts, loans, or other agreements with any organization in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest? If "Yes," provide the information requested in lines 9b through 9f. ☒ Yes ☐ No

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

- b Describe any written or oral arrangements that you made or intend to make.
- c Identify with whom you have or will have such arrangements.
- d Explain how the terms are or will be negotiated at arm's length.
- e Explain how you determine or will determine you pay no more than fair market value or that you are paid at least fair market value.
- f Attach a copy of any signed leases, contracts, loans, or other agreements relating to such arrangements.

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

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

- 1a In carrying out your exempt purposes, do you provide goods, services, or funds to individuals? ☒ Yes ☐ No
If "Yes," describe each program that provides goods, services, or funds to individuals.
- b In carrying out your exempt purposes, do you provide goods, services, or funds to organizations? ☒ Yes ☐ No
If "Yes," describe each program that provides goods, services, or funds to organizations.
- 2 Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes," if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program. ☒ Yes ☐ No
- 3 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c? If "Yes," explain how these related individuals are eligible for goods, services, or funds. ☒ Yes ☐ No

Part VII Your History

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

- 1 Are you a **successor** to another organization? Answer "Yes," if you have taken or will take over the activities of another organization; you took over 25% or more of the fair market value of the net assets of another organization; or you were established upon the conversion of an organization from for-profit to non-profit status. If "Yes," complete Schedule G. ☐ Yes ☒ No
- 2 Are you submitting this application more than 27 months after the end of the month in which you were legally formed? If "Yes," complete Schedule E. ☐ Yes ☒ No

Part VIII Your Specific Activities

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

- 1 Do you support or oppose candidates in **political campaigns** in any way? If "Yes," explain. ☐ Yes ☒ No
- 2a Do you attempt to **influence legislation**? If "Yes," explain how you attempt to influence legislation and complete line 2b. If "No," go to line 3a. ☒ Yes ☐ No
- b Have you made or are you making an **election** to have your legislative activities measured by expenditures by filing Form 5768? If "Yes," attach a copy of the Form 5768 that was already filed or attach a completed Form 5768 that you are filing with this application. If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities. ☒ Yes ☐ No
- 3a Do you or will you operate bingo or **gaming** activities? If "Yes," describe who conducts them, and list all revenue received or expected to be received and expenses paid or expected to be paid in operating these activities. **Revenue and expenses** should be provided for the time periods specified in Part IX, Financial Data. ☐ Yes ☒ No
- b Do you or will you enter into contracts or other agreements with individuals or organizations to conduct bingo or gaming for you? If "Yes," describe any written or oral arrangements that you made or intend to make, identify with whom you have or will have such arrangements, explain how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you pay no more than fair market value or you will be paid at least fair market value. Attach copies or any written contracts or other agreements relating to such arrangements. ☐ Yes ☒ No
- c List the states and local jurisdictions, including Indian Reservations, in which you conduct or will conduct gaming or bingo.

Part VIII Your Specific Activities (Continued)

- 4a** Do you or will you undertake **fundraising**? If "Yes," check all the fundraising programs you do or will conduct. ☒ Yes ☐ No
(See instructions.)
- | | |
|---|--|
| <input checked="" type="checkbox"/> mail solicitations | <input checked="" type="checkbox"/> phone solicitations |
| <input checked="" type="checkbox"/> email solicitations | <input checked="" type="checkbox"/> accept donations on your website |
| <input checked="" type="checkbox"/> personal solicitations | <input type="checkbox"/> receive donations from another organization's website |
| <input type="checkbox"/> vehicle, boat, plane, or similar donations | <input checked="" type="checkbox"/> government grant solicitations |
| <input checked="" type="checkbox"/> foundation grant solicitations | <input type="checkbox"/> Other |
- Attach a description of each fundraising program.
- b** Do you or will you have written or oral contracts with any individuals or organizations to raise funds for you? If "Yes," describe these activities. Include all revenue and expenses from these activities and state who conducts them. Revenue and expenses should be provided for the time periods specified in Part IX, Financial Data. Also, attach a copy of any contracts or agreements. ☐ Yes ☒ No
- c** Do you or will you engage in fundraising activities for other organizations? If "Yes," describe these arrangements. Include a description of the organizations for which you raise funds and attach copies of all contracts or agreements. ☐ Yes ☒ No
- d** List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you.
- e** Do you or will you maintain separate accounts for any contributor under which the contributor has the right to advise on the use or distribution of funds? Answer "Yes" if the donor may provide advice on the types of investments, distributions from the types of investments, or the distribution from the donor's contribution account. If "Yes," describe this program, including the type of advice that may be provided and submit copies of any written materials provided to donors. ☐ Yes ☒ No
- 5** Are you **affiliated** with a governmental unit? If "Yes," explain. ☐ Yes ☒ No
- 6a** Do you or will you engage in **economic development**? If "Yes," describe your program. ☐ Yes ☒ No
- b** Describe in full who benefits from your economic development activities and how the activities promote exempt purposes.
- 7a** Do or will persons other than your employees or volunteers **develop** your facilities? If "Yes," describe each facility, the role of the developer, and any business or family relationship(s) between the developer and your officers, directors, or trustees. ☐ Yes ☒ No
- b** Do or will persons other than your employees or volunteers **manage** your activities or facilities? If "Yes," describe each activity and facility, the role of the manager, and any business or family relationship(s) between the manager and your officers, directors, or trustees. ☐ Yes ☒ No
- c** If there is a business or family relationship between any manager or developer and your officers, directors, or trustees, identify the individuals, explain the relationship, describe how contracts are negotiated at arm's length so that you pay no more than fair market value, and submit a copy of any contracts or other agreements.
- 8** Do you or will you enter into **joint ventures**, including partnerships or **limited liability companies** treated as partnerships, in which you share profits and losses with partners other than section 501(c)(3) organizations? If "Yes," describe the activities of these joint ventures in which you participate. ☐ Yes ☒ No
- 9a** Are you applying for exemption as a childcare organization under section 501(k)? If "Yes," answer lines 9b through 9d. If "No," go to line 10. ☐ Yes ☒ No
- b** Do you provide child care so that parents or caretakers of children you care for can be **gainfully employed** (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k). ☐ Yes ☐ No
- c** Of the children for whom you provide child care, are 85% or more of them cared for by you to enable their parents or caretakers to be gainfully employed (see instructions)? If "No," explain how you qualify as a childcare organization described in section 501(k). ☐ Yes ☐ No
- d** Are your services available to the general public? If "No," describe the specific group of people for whom your activities are available. Also, see the instructions and explain how you qualify as a childcare organization described in section 501(k). ☐ Yes ☐ No
- 10** Do you or will you publish, own, or have rights in music, literature, tapes, artworks, choreography, scientific discoveries, or other **intellectual property**? If "Yes," explain. Describe who owns or will own any copyrights, patents, or trademarks, whether fees are or will be charged, how the fees are determined, and how any items are or will be produced, distributed, and marketed. ☒ Yes ☐ No

Part VIII Your Specific Activities (Continued)

- 11** Do you or will you accept contributions of: real property; conservation easements; closely held securities; intellectual property such as patents, trademarks, and copyrights; works of music or art; licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? If "Yes," describe each type of contribution, any conditions imposed by the donor on the contribution, and any agreements with the donor regarding the contribution. ☐ Yes ☒ No
- 12a** Do you or will you operate in a **foreign country** or **countries**? If "Yes," answer lines 12b through 12d. If "No," go to line 13a. ☐ Yes ☒ No
- b** Name the foreign countries and regions within the countries in which you operate.
- c** Describe your operations in each country and region in which you operate.
- d** Describe how your operations in each country and region further your exempt purposes.
- 13a** Do you or will you make grants, loans, or other distributions to organization(s)? If "Yes," answer lines 13b through 13g. If "No," go to line 14a. ☒ Yes ☐ No
- b** Describe how your grants, loans, or other distributions to organizations further your exempt purposes.
- c** Do you have written contracts with each of these organizations? If "Yes," attach a copy of each contract. ☐ Yes ☒ No
- d** Identify each recipient organization and any **relationship** between you and the recipient organization.
- e** Describe the records you keep with respect to the grants, loans, or other distributions you make.
- f** Describe your selection process, including whether you do any of the following:
- (i)** Do you require an application form? If "Yes," attach a copy of the form. ☐ Yes ☒ No
- (ii)** Do you require a grant proposal? If "Yes," describe whether the grant proposal specifies your responsibilities and those of the grantee, obligates the grantee to use the grant funds only for the purposes for which the grant was made, provides for periodic written reports concerning the use of grant funds, requires a final written report and an accounting of how grant funds were used, and acknowledges your authority to withhold and/or recover grant funds in case such funds are, or appear to be, misused. ☐ Yes ☒ No
- g** Describe your procedures for oversight of distributions that assure you the resources are used to further your exempt purposes, including whether you require periodic and final reports on the use of resources.
- 14a** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," answer lines 14b through 14f. If "No," go to line 15. ☐ Yes ☒ No
- b** Provide the name of each foreign organization, the country and regions within a country in which each foreign organization operates, and describe any relationship you have with each foreign organization.
- c** Does any foreign organization listed in line 14b accept contributions earmarked for a specific country or specific organization? If "Yes," list all earmarked organizations or countries. ☐ Yes ☐ No
- d** Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors. ☐ Yes ☐ No
- e** Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information. ☐ Yes ☐ No
- f** Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including site visits by your employees or compliance checks by impartial experts, to verify that grant funds are being used appropriately. ☐ Yes ☐ No

Part VIII Your Specific Activities (Continued)

- 15 Do you have a close connection with any organizations? If "Yes," explain. ☐ Yes ☒ No
- 16 Are you applying for exemption as a cooperative hospital service organization under section 501(e)? If "Yes," explain. ☐ Yes ☒ No
- 17 Are you applying for exemption as a **cooperative service organization of operating educational organizations** under section 501(f)? If "Yes," explain. ☐ Yes ☒ No
- 18 Are you applying for exemption as a **charitable risk pool** under section 501(n)? If "Yes," explain. ☐ Yes ☒ No
- 19 Do you or will you operate a **school**? If "Yes," complete Schedule B. Answer "Yes," whether you operate a school as your main function or as a secondary activity. ☐ Yes ☒ No
- 20 Is your main function to provide **hospital or medical care**? If "Yes," complete Schedule C. ☐ Yes ☒ No
- 21 Do you or will you provide **low-income housing** or housing for the **elderly or handicapped**? If "Yes," complete Schedule F. ☐ Yes ☒ No
- 22 Do you or will you provide scholarships, fellowships, educational loans, or other educational grants to individuals, including grants for travel, study, or other similar purposes? If "Yes," complete Schedule H. ☒ Yes ☐ No

Note: Private foundations may use Schedule H to request advance approval of individual grant procedures.

Part IX Financial Data

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

A. Statement of Revenues and Expenses

	Type of revenue or expense	Current tax year	3 prior tax years or 2 succeeding tax years			(e) Provide Total for (a) through (d)
		(a) From 2014 To 2014	(b) From 2015 To 2015	(c) From 2016 To 2016	(d) From To	
Revenues	1 Gifts, grants, and contributions received (do not include unusual grants)	35,765	30,000	40,000		105,765
	2 Membership fees received	0	0	0		0
	3 Gross investment income	0	0	0		0
	4 Net unrelated business income	0	0	0		0
	5 Taxes levied for your benefit	0	0	0		0
	6 Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)	13,750	20,625	23,375		57,750
	7 Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list)	0	0	0		0
	8 Total of lines 1 through 7	49,515	50,625	63,375		163,515
	9 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)	20,550	25,700	28,770		75,020
	10 Total of lines 8 and 9	70,065	76,325	92,145		238,535
	11 Net gain or loss on sale of capital assets (attach schedule and see instructions)	0	0	0		0
	12 Unusual grants	0	0	0		0
	13 Total Revenue Add lines 10 through 12	70,065	76,325	92,145		238,535
Expenses	14 Fundraising expenses	300	1,000	1,500		
	15 Contributions, gifts, grants, and similar amounts paid out (attach an itemized list)	0	1,000	1,000		
	16 Disbursements to or for the benefit of members (attach an itemized list)	0	0	0		
	17 Compensation of officers, directors, and trustees	0	0	0		
	18 Other salaries and wages	1,500	5,000	10,000		
	19 Interest expense	0	0	0		
	20 Occupancy (rent, utilities, etc.)	0	0	0		
	21 Depreciation and depletion	0	0	0		
	22 Professional fees	500	1,000	1,000		
	23 Any expense not otherwise classified, such as program services (attach itemized list)	35,760	44,700	50,300		
	24 Total Expenses Add lines 14 through 23	38,060	52,700	63,800		

Part IX Financial Data (Continued)**B. Balance Sheet (for your most recently completed tax year)**

Assets		
1	Cash	1 20,000
2	Accounts receivable, net	2 34,135
3	Inventories	3 0
4	Bonds and notes receivable (attach an itemized list)	4 0
5	Corporate stocks (attach an itemized list)	5 0
6	Loans receivable (attach an itemized list)	6 0
7	Other investments (attach an itemized list)	7 0
8	Depreciable and depletable assets (attach an itemized list)	8 0
9	Land	9 0
10	Other assets (attach an itemized list)	10 0
11	Total Assets (add lines 1 through 10)	11 54,135
Liabilities		
12	Accounts payable	12 34,150
13	Contributions, gifts, grants, etc. payable	13 0
14	Mortgages and notes payable (attach an itemized list)	14 0
15	Other liabilities (attach an itemized list)	15 0
16	Total Liabilities (add lines 12 through 15)	16 34,150
Fund Balances or Net Assets		
17	Total fund balances or net assets	17 19,985
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)	18 54,135
19	Have there been any substantial changes in your assets or liabilities since the end of the period shown above? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," explain.	

Part X Public Charity Status

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

1a Are you a private foundation? If "Yes," go to line 1b. If "No," go to line 5 and proceed as instructed. If you are unsure, see the instructions. ☐ Yes ☒ No

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

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

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

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

5 If you answered "No" to line 1a, indicate the type of public charity status you are requesting by checking one of the choices below. You may check only one box.
The organization is not a private foundation because it is:

a 509(a)(1) and 170(b)(1)(A)(i)—a church or a convention or association of churches. Complete and attach Schedule A. ☐

b 509(a)(1) and 170(b)(1)(A)(ii)—a **school**. Complete and attach Schedule B. ☐

c 509(a)(1) and 170(b)(1)(A)(iii)—a **hospital**, a cooperative hospital service organization, or a medical research organization operated in conjunction with a hospital. Complete and attach Schedule C. ☐

d 509(a)(3)—an organization supporting either one or more organizations described in line 5a through c, f, g, or h. ☐

Part X Public Charity Status (Continued)

- e 509(a)(4)—an organization organized and operated exclusively for testing for public safety. ☐
- f 509(a)(1) and 170(b)(1)(A)(iv)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit. ☐
- g 509(a)(1) and 170(b)(1)(A)(vi)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public. ☒
- h 509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross **investment income** and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions). ☐
- i A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status. ☐
- 6 If you checked box g, h, or i in question 5 above, you must request either an **advance** or a **definitive ruling** by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.
- a **Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6501(c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only if you do not establish public support status at the end of the 5-year advance ruling period. The assessment period will be extended for the 5 advance ruling years to 8 years, 4 months, and 15 days beyond the end of the first year. You have the right to refuse or limit the extension to a mutually agreed-upon period of time or issue(s). Publication 1035, *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you make. You may obtain Publication 1035 free of charge from the IRS web site at www.irs.gov or by calling toll-free 1-800-829-3676. Signing this consent will not deprive you of any appeal rights to which you would otherwise be entitled. If you decide not to extend the statute of limitations, you are not eligible for an advance ruling. ☐

Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code

For Organization

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

(Type or print name of signer)

(Date)

(Type or print title or authority of signer)

For IRS Use Only

IRS Director, Exempt Organizations

(Date)

- b **Request for Definitive Ruling:** Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii). ☐
- (i) (a) Enter 2% of line 8, column (e) on Part IX-A. Statement of Revenues and Expenses. ☐
- (b) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box. ☐
- (ii) (a) For each year amounts are included on lines 1, 2, and 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each **disqualified person**. If the answer is "None," check this box. ☐
- (b) For each year amounts are included on line 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 10, Part IX-A. Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box. ☐
- 7 Did you receive any unusual grants during any of the years shown on Part IX-A. Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual. ☐ Yes ☒ No

Part XI User Fee Information

You must include a user fee payment with this application. It will not be processed without your paid user fee. If your average annual gross receipts have exceeded or will exceed \$10,000 annually over a 4-year period, you must submit payment of \$750. If your gross receipts have not exceeded or will not exceed \$10,000 annually over a 4-year period, the required user fee payment is \$300. See instructions for Part XI, for a definition of **gross receipts** over a 4-year period. Your check or money order must be made payable to the United States Treasury. User fees are subject to change. Check our website at www.irs.gov and type "User Fee" in the keyword box, or call Customer Account Services at 1-877-829-5500 for current information.

- 1 Have your annual gross receipts averaged or are they expected to average not more than \$10,000?
 If "Yes," check the box on line 2 and enclose a user fee payment of \$300 (Subject to change—see above). ☐ Yes ☒ No
 If "No," check the box on line 3 and enclose a user fee payment of \$750 (Subject to change—see above).
- 2 Check the box if you have enclosed the reduced user fee payment of \$300 (Subject to change). ☐
- 3 Check the box if you have enclosed the user fee payment of \$750 (Subject to change). ☒

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

Please
Sign
Here

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

Janet Elaine Sammons

(Type or print name of signer)

Chair of the Board of Directors

(Type or print title or authority of signer)

July 25, 2014
 (Date)

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

Form 1023 (Rev. 6-2006)

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures

Section I

Names of individual recipients are not required to be listed in Schedule H.

Public charities and private foundations complete lines 1a through 7 of this section.

See the IRS Form 1023 - Schedule H Instructions to Part X if you are not sure whether you are a public charity or a private foundation.

- 1a Describe the types of educational grants you provide to individuals, such as scholarships, fellowships, loans, etc.
 - b Describe the purpose and amount of your scholarships, fellowships, and other educational grants and loans that you award.
 - c If you award educational loans, explain the terms of the loans (interest rate, length, forgiveness, etc.).
 - d Specify how your program is publicized.
 - e Provide copies of any solicitation or announcement materials.
 - f Provide a sample copy of the application used.
- 2 Do you maintain case histories showing recipients of your scholarships, fellowships, educational loans, or other educational grants, including names, addresses, purposes of awards, amount of each grant, manner of selection, and relationship (if any) to officers, trustees, or donors of funds to you? If "No," refer to the Instructions. ☒ Yes ☐ No
 - 3 Describe the specific criteria you use to determine who is eligible for your program. (For example, eligibility selection criteria could consist of graduating high school students from a particular high school who will attend college, writers of scholarly works about American history, etc.)
 - 4a Describe the specific criteria you use to select recipients. (For example, specific selection criteria could consist of prior academic performance, financial need, etc.)
 - b Describe how you determine the number of grants that will be made annually.
 - c Describe how you determine the amount of each of your grants.
 - d Describe any requirement or condition that you impose on recipients to obtain, maintain, or qualify for renewal of a grant. (For example, specific requirements or conditions could consist of attendance at a four-year college, maintaining a certain grade point average, teaching in public school after graduation from college, etc.)
 - 5 Describe your procedures for supervising the scholarships, fellowships, educational loans, or other educational grants. Describe whether you obtain reports and grade transcripts from recipients, or you pay grants directly to a school under an arrangement whereby the school will apply the grant funds only for enrolled students who are in good standing. Also, describe your procedures for taking action if the terms of the award are violated.
 - 6 Who is on the selection committee for the awards made under your program, including names of current committee members, criteria for committee membership, and the method of replacing committee members?
 - 7 Are relatives of members of the selection committee, or of your officers, directors, or **substantial contributors** eligible for awards made under your program? If "Yes," what measures are taken to ensure unbiased selections? ☒ Yes ☐ No
- Note.** If you are a private foundation, you are not permitted to provide educational grants to **disqualified persons**. Disqualified persons include your substantial contributors and foundation managers and certain family members of disqualified persons.

Section II Private foundations complete lines 1a through 4f of this section. Public charities do not complete this section.

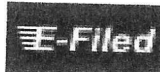
- 1a If we determine that you are a private foundation, do you want this application to be considered as a request for advance approval of grant making procedures? ☐ Yes ☐ No ☐ N/A
- b For which section(s) do you wish to be considered?
 - 4945(g)(1)—Scholarship or fellowship grant to an individual for study at an educational institution ☐
 - 4945(g)(3)—Other grants, including loans, to an individual for travel, study, or other similar purposes, to enhance a particular skill of the grantee or to produce a specific product ☐
- 2 Do you represent that you will (1) arrange to receive and review grantee reports annually and upon completion of the purpose for which the grant was awarded, (2) investigate diversions of funds from their intended purposes, and (3) take all reasonable and appropriate steps to recover diverted funds, ensure other grant funds held by a grantee are used for their intended purposes, and withhold further payments to grantees until you obtain grantees' assurances that future diversions will not occur and that grantees will take extraordinary precautions to prevent future diversions from occurring? ☐ Yes ☐ No
- 3 Do you represent that you will maintain all records relating to individual grants, including information obtained to evaluate grantees, identify whether a grantee is a disqualified person, establish the amount and purpose of each grant, and establish that you undertook the supervision and investigation of grants described in line 2? ☐ Yes ☐ No

Schedule H. Organizations Providing Scholarships, Fellowships, Educational Loans, or Other Educational Grants to Individuals and Private Foundations Requesting Advance Approval of Individual Grant Procedures
(Continued)

Section II Private foundations complete lines 1a through 4f of this section. Public charities do not complete this section. (Continued)

- 4a** Do you or will you award scholarships, fellowships, and educational loans to attend an educational institution based on the status of an individual being an *employee of a particular employer*? If "Yes," complete lines 4b through 4f. ☐ Yes ☐ No
- b** Will you comply with the seven conditions and either the percentage tests or facts and circumstances test for scholarships, fellowships, and educational loans to attend an educational institution as set forth in Revenue Procedures 76-47, 1976-2 C.B. 670, and 80-39, 1980-2 C.B. 772, which apply to inducement, selection committee, eligibility requirements, objective basis of selection, employment, course of study, and other objectives? (See lines 4c, 4d, and 4e, regarding the percentage tests.) ☐ Yes ☐ No
- c** Do you or will you provide scholarships, fellowships, or educational loans to attend an educational institution to employees of a particular employer? ☐ Yes ☐ No ☐ N/A
If "Yes," will you award grants to 10% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? ☐ Yes ☐ No
- d** Do you provide scholarships, fellowships, or educational loans to attend an educational institution to children of employees of a particular employer? ☐ Yes ☐ No ☐ N/A
If "Yes," will you award grants to 25% or fewer of the eligible applicants who were actually considered by the selection committee in selecting recipients of grants in that year as provided by Revenue Procedures 76-47 and 80-39? If "No," go to line 4e. ☐ Yes ☐ No
- e** If you provide scholarships, fellowships, or educational loans to attend an educational institution to children of employees of a particular employer, will you award grants to 10% or fewer of the number of employees' children who can be shown to be eligible for grants (whether or not they submitted an application) in that year, as provided by Revenue Procedures 76-47 and 80-39? ☐ Yes ☐ No ☐ N/A
- If "Yes," describe how you will determine who can be shown to be eligible for grants without submitting an application, such as by obtaining written statements or other information about the expectations of employees' children to attend an educational institution. If "No," go to line 4f.
- Note.** Statistical or sampling techniques are not acceptable. See Revenue Procedure 85-51, 1985-2 C.B. 717, for additional information.
- f** If you provide scholarships, fellowships, or educational loans to attend an educational institution to *children of employees of a particular employer* without regard to either the 25% limitation described in line 4d, or the 10% limitation described in line 4e, will you award grants based on facts and circumstances that demonstrate that the grants will not be considered compensation for past, present, or future services or otherwise provide a significant benefit to the particular employer? If "Yes," describe the facts and circumstances that you believe will demonstrate that the grants are neither compensatory nor a significant benefit to the particular employer. In your explanation, describe why you cannot satisfy either the 25% test described in line 4d or the 10% test described in line 4e. ☐ Yes ☐ No

Document must be filed electronically.
Paper documents are not accepted.
Fees & forms are subject to change.
For more information or to print copies
of filed documents, visit www.sos.state.co.us.



Colorado Secretary of State
Date and Time: 03/01/2014 08:25 PM
ID Number: 20141145290
Document number: 20141145290
Amount Paid: \$50.00

ABOVE SPACE FOR OFFICE USE ONLY

Articles of Incorporation for a Nonprofit Corporation
filed pursuant to § 7-122-101 and § 7-122-102 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name for
the nonprofit corporation is

Youth Celebrate Diversity

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the nonprofit corporation's initial principal office is

Street address

8708 W. Toller Avenue

(Street number and name)

Littleton

(City)

CO

(State)

80128

(ZIP/Postal Code)

United States

(Country)

(Province – if applicable)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(ZIP/Postal Code)

(Province – if applicable)

(Country)

3. The registered agent name and registered agent address of the nonprofit corporation's initial registered agent are

Name

(if an individual)

OR

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Sammons

(Last)

Janet

(First)

Elaine

(Middle)

(Suffix)

Street address

8708 W. Toller Avenue

(Street number and name)

Littleton

(City)

CO

(State)

80128

(ZIP Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

CO
(State)

(ZIP Code)

(The following statement is adopted by marking the box.)

- ☒ The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name

(if an individual)

Sammons

Janet

Elaine

(Last)

(First)

(Middle)

(Suffix)

OR

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Mailing address

8708 W. Toller Avenue

(Street number and name or Post Office Box information)

Littleton

CO

80128

(City)

(State)

(ZIP/Postal Code)

United States

(Province – if applicable)

(Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- ☐ The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

5. (If the following statement applies, adopt the statement by marking the box.)

- ☐ The nonprofit corporation will have voting members.

6. Provisions regarding the distribution of assets on dissolution:

The Board of Directors may vote to dissolve Youth Celebrate Diversity by two-thirds majority vote of the Directors in office. In the event of dissolution and after all liabilities have been reconciled, all remaining assets of the organization will be donated to one or more non-profit organizations chosen by the Board in its resolution to dissolve.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

☒ This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes. This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

Munro	Timothy	Caleb	
(Last)	(First)	(Middle)	(Suffix)
4440 Willard Avenue			
(Street number and name or Post Office Box information)			
Apt 307			
(Street number and name or Post Office Box information)			
Chevy Chase	MD	20815	
(City)	(State)	(ZIP/Postal Code)	
(Province - if applicable)	United States		
	(Country)		

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

BYLAWS OF YOUTH CELEBRATE DIVERSITY
(formed under the Colorado Revised Nonprofit Corporation Act)

February 1, 2014

ARTICLE I.
PURPOSE OF THE CORPORATION

Section 1.01 Purposes. As set forth in the Articles of Incorporation, Youth Celebrate Diversity is organized exclusively for charitable and educational purposes. These purposes include:

- (a) Creating state and regional conferences for high school and college-aged youth that celebrate human diversity and provide students with an opportunity to share ideas relating to human diversity in a cooperative atmosphere.
- (b) Providing information, workshops and resources on any issue relating to human diversity that might impact a student's ability to achieve academically or socially, both in and out of the school setting.
- (c) Establishing a supportive network of youth, teachers, educational administrators and community partners committed to celebrating human diversity in an educational setting.
- (d) Empowering youth to become leaders and speak out or take action in their local schools and communities and increase appreciation of human diversity.
- (e) Providing teachers and educational administrators with resources and tools to incorporate diversity-related topics, issues and lessons into school curriculum.

Section 1.02 Definition of Human Diversity. For the purposes of these bylaws as well as all of its activities, Youth Celebrate Diversity shall consider the phrase "human diversity" to encompass the full range of identities, characteristics, traits, and behaviors that make all people unique, including but not limited to race, ethnicity, culture, gender, sexual orientation, gender identity or expression, national origin, political belief, socio-economic background, religion, age, physical and mental ability or disability, level of education, and family composition.

Section 1.03 Mission Statement. The Board of Directors shall, at its first meeting, adopt a mission statement for the organization. Once adopted, the mission statement may only be amended by a two-thirds vote of the Board of Directors.

ARTICLE II. OFFICES

Section 2.01 Location. Youth Celebrate Diversity may maintain offices at places as designated by the Board of Directors from time to time.

ARTICLE III. MEMBERS

Section 3.01 Members. Youth Celebrate Diversity shall have no members.

ARTICLE IV. BOARD OF DIRECTORS

Section 4.01 Power of Board. The affairs of Youth Celebrate Diversity shall be managed by the Board of Directors.

Section 4.02 Number of Directors.

- (a) The number of Directors of Youth Celebrate Diversity shall be not less than four (4) and shall not exceed twenty (20). The actual numbers of Directors may fluctuate within this range from time to time.
- (b) The number of Directors may be increased or decreased from time to time by amendment to the Bylaws. No decrease shall shorten the term of any incumbent Director nor shall the number of Directors be decreased at any time to less than four (4).

Section 4.03 Election and Term of Directors.

- (a) The first Board of Directors of Youth Celebrate Diversity shall consist of those persons named as signatories to these original Bylaws. Such persons shall hold office until the first annual election of Directors.
- (b) Election of Board members shall occur at each annual meeting of the Board of Directors.
- (c) The terms of Directors shall be staggered. Initial Board members shall serve staggered terms of one, two, or three years. Thereafter, Board members shall serve three-year terms with approximately one-third of the Directors elected at each annual meeting.

- (d) There shall be no term limits set on any individual for election to the Board of Directors.
- (e) Each director shall hold office until the annual meeting when his/her term expires and until her/his successor has been elected and qualified.

Section 4.04 Diversity in Board Membership. Every effort shall be made to create and maintain a Board of Directors with a diverse membership.

Section 4.05 Quorum. Unless a greater proportion is required by law, a majority of the Directors then in office shall constitute a quorum for the transaction of business. If a quorum is present at the commencement of a meeting, a quorum shall be deemed present throughout such proceedings.

Section 4.06 Action by the Board. Except as otherwise provided by law or by the Articles of Incorporation or these Bylaws, the act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board.

Section 4.07 Conflicts of Interest. Whenever a Director has a financial or personal interest in any matter coming before the Board of Directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Directors determine that it is in the best interest of the organization to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

Section 4.08 Scheduling Meetings of the Board.

- (a) Meetings of the Board of Directors, regular or special, may be held at such place and at such time as prescribed by resolution of the Board of Directors. Any meeting of the Board must be scheduled at least thirty (30) days in advance, with written notice made to all current Board members via electronic mail.
- (b) An annual meeting shall be held once a year at a time and location set by the Board of Directors. The Board shall hold at least one regular meeting per year, but may meet more frequently if circumstances require.
- (c) Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of such meeting.

Section 4.09 Informal Action by Directors. Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any action required or permitted to be taken by the Board may be taken without a meeting if the following conditions are met:

- (a) A minimum of 48 hours' notice is given to the Board of Directors by the Chair on the upcoming vote on a motion.
- (b) A majority of the Directors consent in writing through fax, mail or by electronic mail to the adoption of a resolution authorizing the action.

The resolution and the written consents thereto by the Directors shall be filed with the minutes of proceedings of the Board.

Section 4.10 Meetings by Conference Telephone. Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any or all Directors may participate in a meeting of the Board or a committee of the Board by means of conference telephone or by any means by which all persons participating in the meeting are able to communicate with one another, and such participation shall constitute presence in person at the meeting.

Section 4.11 Open Meetings. Meetings of the Board of Directors shall, in general, be open for observation to interested members of the public, provided they notify the Chair of their interest to observe such meetings at least ten (10) days in advance of the meeting. However, the Board may from time to time decide to conduct its business in private, at its discretion.

Section 4.12 Voting. Each Director shall have one vote. All voting at meetings shall be done personally and no proxy shall be allowed.

Section 4.13 Compensation. Directors shall not receive any compensation from Youth Celebrate Diversity for services rendered to Youth Celebrate Diversity as members of the Board, except that Directors may be reimbursed for expenses incurred in the performance of their duties to Youth Celebrate Diversity, in reasonable amounts based on policies approved by the Board.

Section 4.14 Absence. Each Board member is expected to communicate with the Chair in advance of all Board meetings stating whether or not she/he is able to attend or participate by conference telephone or other agreed-upon means of communication. Any Board member who is absent from three successive Board meetings or fails to participate for a full year shall be deemed to have resigned due to non-participation, and his/her position shall be declared vacant, unless the Board affirmatively votes to retain that director as a member of the Board.

Section 4.15 Resignation. Except as otherwise required by law, a Director may resign from the Board at any time by giving notice in writing to the Chair. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective.

Section 4.16 Removal of Directors. A Director may be removed by a two-thirds vote of the Board of Directors, at any regularly scheduled or special meeting of the Board of Directors, whenever in its judgment the best interests of Youth Celebrate Diversity would be served thereby.

Section 4.17 Vacancies. Vacancies on the Board created by resignation, death or other incidents shall be filled by majority vote of the remaining members of the Board of Directors for the unexpired term. A director elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office and shall serve until her/his successor is elected and qualified.

ARTICLE V. OFFICERS OF THE BOARD OF DIRECTORS

Section 5.01 Officers. The Board of Directors of Youth Celebrate Diversity shall elect a Chair, Vice Chair, Secretary, and Treasurer.

Section 5.02 Term of Office. The officers of Youth Celebrate Diversity shall be elected for one-year terms at the regular annual meeting of the Board of Directors. Each officer shall hold office until a successor shall have been duly elected or appointed and qualified.

Section 5.03 Compensation. Officers shall not receive any salary.

Section 5.04 Qualifications. Officers must be Directors of Youth Celebrate Diversity. One person may not hold more than one office within the Board of Directors at the same time.

Section 5.05 Powers and Duties of the Chair.

- (a) The Chair shall preside at the meetings of the Board of Directors.
- (b) The Chair shall play a major role in resource development and in representing the organization in the community.
- (c) In the event of vacancies on Board committees, the Chair may appoint members of the Board to fill such vacancies.

- (d) The Chair shall communicate to other officers or to the Board of Directors such matters and make such suggestions as may in her/his opinion tend to promote the prosperity and welfare of Youth Celebrate Diversity, and, subject to the supervision of the Board of Directors, shall perform all duties customary to that office.

Section 5.06 Powers and Duties of the Vice Chair.

- (a) In case of the absence of the Chair, or of his/her inability from any cause to act, the Vice Chair shall perform the duties of that office.
- (b) Like the Chair, the Vice Chair shall play a major role in resource development and in representing the organization in the community, as well as any other duties as from time to time may be assigned by the Chair of the Board of Directors.
- (c) There shall be no automatic presumption of the Vice Chair to the office of Chair at the end of the current Chair's tenure.

Section 5.07 Powers and Duties of the Secretary.

- (a) The Secretary shall be responsible for keeping an accurate record of all meetings of the Board of Directors.
- (b) The Secretary shall see that all notices are duly given in accordance with these Bylaws or as required by law.
- (c) The Secretary shall perform all duties customary to the office of Secretary and such other duties as from time to time may be assigned by the Chair or by the Board.

Section 5.08 Powers and Duties of the Treasurer.

- (a) The Treasurer shall be responsible for the financial oversight of Youth Celebrate Diversity.
- (b) The Treasurer shall be the chair of the Finance/Audit Committee, and run the meetings of that committee.

Section 5.09 Resignation from Office. Officers may resign at any time by providing written notice to the Chair.

Section 5.10 Removal. Any officer may be removed by a two-thirds majority of the Board of Directors in office whenever in the Board's judgment the best interests of Youth Celebrate Diversity will be served thereby.

Section 5.11 Vacancies. Vacancies may be filled or new offices created and filled at any meeting of the Board.

ARTICLE VI. COMMITTEES OF THE BOARD OF DIRECTORS

Section 6.01 Committees of Directors. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each consisting of two or more Directors, which committees shall have and exercise the authority of the Board of Directors in the governance of Youth Celebrate Diversity. However, no committee shall have the authority to amend or repeal these Bylaws, elect or remove any officer or director, adopt a plan of merger, or authorize the voluntary dissolution of Youth Celebrate Diversity.

Section 6.02 Finance/Audit Committee. The Finance/Audit Committee is responsible for ensuring that Youth Celebrate Diversity's financial statements and procedures are evaluated to determine that adequate fiscal controls and procedures are in place and that Youth Celebrate Diversity is in good financial health. The Treasurer of the Board shall always be the chair of the Finance/Audit Committee.

Section 6.03 Other Committees and Task Forces. The Board of Directors may create and appoint members to such other committees and task forces as they shall deem appropriate. Such committees and task forces shall have the power and duties designated by the Board of Directors, and shall give advice and make non-binding recommendations to the Board.

Section 6.04 Term of Office. Each member of a committee shall serve for one year until the next annual meeting of the Board of Directors and until a successor is appointed, unless the committee is sooner dissolved.

Section 6.05 Vacancies. Vacancies in the membership of committees may be filled by the Chair of the Board.

Section 6.06 Rules. Each committee and task force may adopt rules for its meetings not inconsistent with these Bylaws or with any rules adopted by the Board of Directors.

Section 6.07 Non-Director Participation in Board Committees. With the advice and consent of the full Board of Directors, individual committees may from time to time invite non-Directors to participate in committee activities where it would serve the best interests of the organization. Under no circumstances shall non-Directors have any voting role in managing the organization, and all substantive matters and issues arising out of such participation shall be referred to the full Board of Directors for deliberation and action.

ARTICLE VII. EMPLOYEES AND AGENTS

Section 7.01 Executive Director.

- (a) The Board of Directors may choose to appoint an Executive Director, who shall serve at the pleasure of the Board.
- (b) The Executive Director shall hire, direct and discharge all other agents and employees, who shall have such authority and perform such duties as may be required to carry out the operations of Youth Celebrate Diversity.
- (c) The Executive Director may not at the same time be a member of the Board of Directors of Youth Celebrate Diversity.
- (d) The Executive Director, as well as any other proper officer or staff person of Youth Celebrate Diversity authorized by the Board of Directors, may sign any deeds, bonds, mortgages, or other instruments and enter into agreements necessary to carry out the mission and programs of Youth Celebrate Diversity, except where these Bylaws or policies adopted by the Board require the signature of some other officer or agent of Youth Celebrate Diversity.
- (e) The Executive Director is expected to regularly attend meetings of the Board of Directors and provide an update on the organization's activities, as requested by the Board. The Board may also choose to meet without the Executive Director present at its discretion.
- (f) The Board may dismiss the Executive Director by a two-thirds majority vote, whenever in its judgment the best interests of Youth Celebrate Diversity would be served thereby.

Section 7.02 Employees. Any employee or agent may be removed at any time with or without cause. Removal without cause shall be without prejudice to such person's contract rights, if any, and the appointment of such person shall not itself create contract rights.

Section 7.03 Compensation. Youth Celebrate Diversity may pay compensation in reasonable amounts to agents and employees for services rendered. The Board shall determine the level of compensation of the Executive Director, and shall approve compensation guidelines for other categories of employees.

ARTICLE VIII. FINANCES AND RECORDKEEPING

Section 8.01 Fiscal Year. The fiscal year of Youth Celebrate Diversity shall be the calendar year or such other period as may be fixed by the Board of Directors.

Section 8.02 Gifts. The Board of Directors may authorize the Executive Director and the Chair to accept on behalf of Youth Celebrate Diversity any contribution, gift or bequest with the purpose of furthering the organization's mission.

Section 8.03 Checks, Drafts, Loans, Etc. All checks, drafts, loans or other orders for the payment of money, or to sign acceptances, notes, or other evidences of indebtedness issued in the name of Youth Celebrate Diversity shall be signed by such officer, agents or employees of Youth Celebrate Diversity and in such manner as shall be from time to time determined by the Board of Directors. In the absence of such determination, such instrument shall be signed by the Executive Director, except that disbursements over a specific amount, to be set by the Board from time to time, shall be considered "special disbursements" and must be approved in advance by the Board of Directors.

Section 8.04 Deposits. All funds of Youth Celebrate Diversity shall be deposited to the credit of Youth Celebrate Diversity in such banks, trust companies, or other depositories as the Board of Directors may from time to time select.

Section 8.05 Loans to Directors and Officers. No loans shall be made by Youth Celebrate Diversity to its Directors or officers.

Section 8.06 Books and Records to be Kept. Youth Celebrate Diversity shall keep at its registered office (1) complete and accurate books and records of account, (2) minutes of the proceedings of the Board of Directors and any committee having any of the authority of the Board, and (3) a record of the names and addresses of the Board members entitled to vote. All books and records of Youth Celebrate Diversity may be inspected by any Board member having voting rights, or his/her agent or attorney, for any proper purpose at any reasonable time.

ARTICLE IX.
INDEMNIFICATION AND INSURANCE

Section 9.01 Indemnification.

- (a) Unless otherwise prohibited by law, Youth Celebrate Diversity shall indemnify any director or officer, any former director or officer, any person who may have served at its request as a director or officer of another corporation, whether for-profit or not-for-profit, and may, by resolution of the Board of Directors, indemnify any employee against any and all expenses and liabilities actually and necessarily incurred by him/her or imposed on her/him in connection with any claim, action, suit, or proceeding (whether actual or threatened, civil, criminal, administrative, or investigative, including appeals) to which he or she may be or is made a party by reason of being or having been such director, officer or employee; subject to the limitation, however, that there shall be no indemnification in relation to matters as to which he or she shall be adjudged in such claim, action, suit or proceeding to be guilty of a criminal offense or liable to Youth Celebrate Diversity for damages arising out of her or his own negligence or misconduct in the performance of a duty to Youth Celebrate Diversity.
- (b) Amounts paid in indemnification of expenses and liabilities may include, but shall not be limited to, counsel fees and other fees; costs and disbursements; and judgment, fines, and penalties against, and amounts paid in settlement by, such director, officer or employee. Youth Celebrate Diversity may advance expenses to, or where appropriate may itself, at its expense, undertake the defense of, any director, officer, or employee; provided, however, that such director, officer or employee shall undertake to repay or to reimburse such expense if it should ultimately be determined that he or she is not entitled to indemnification under this Article.
- (c) The provisions of this Article shall be applicable to claims, actions, suits or proceedings made or commenced after the adoption hereof, whether arising from acts or omissions to act occurring before or after adoption hereof.
- (d) The indemnification provided by this Article shall not be deemed exclusive to any other rights to which such director, officer or employee may be entitled under any statute, Bylaw, agreement, vote of the Board of Directors, or otherwise and shall not restrict the power of Youth Celebrate Diversity to make any indemnification permitted by law.

Section 9.02 Insurance. The Board of Directors may authorize the purchase of insurance on behalf of any director, officer, employee or other agent against any liability, asserted against or incurred by him/her which arises out of such person's status as a director, officer, employee or agent or out of acts taken in such capacity, whether or not Youth Celebrate Diversity would have the power to indemnify the person against that liability under law.

Section 9.03 Exception. In no case, however, shall Youth Celebrate Diversity indemnify, reimburse, or insure any person for any taxes imposed on such individual under Chapter 42 of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended ("the IRS Code"). Further, if at any time Youth Celebrate Diversity is deemed to be a private foundation within the meaning of o 509 of the IRS Code then, during such time, no payment shall be made under this Article if such payment would constitute an act of self-dealing or a taxable expenditure, as defined in o 4941(d) or o 4945(d), respectively, of the IRS Code.

Section 9.04 Validity in Part or Whole. If any part of this Article shall be found in any action, suit or proceeding to be invalid or ineffective, the validity and the effectiveness of the remaining parts shall not be affected.

ARTICLE X. AMENDMENTS

Section 10.01 Amendment of Articles and Bylaws. The Articles of Incorporation and the Bylaws of Youth Celebrate Diversity may be adopted, amended or repealed by a two-thirds majority vote of the Directors then in office, provided that at least fourteen (14) days' written notice has been given each member of the Board of the intention to adopt, amend or repeal the Articles of Incorporation or the Bylaws.

ARTICLE XI. DISSOLUTION

Section 11.01 Dissolution. The Board of Directors may vote to dissolve Youth Celebrate Diversity by two-thirds majority vote of the Directors in office. In the event of dissolution and after all liabilities have been reconciled, all remaining assets of the organization will be donated to one or more non-profit organizations chosen by the Board in its resolution to dissolve.

Bylaws approved by the Board of Directors on February 1, 2014

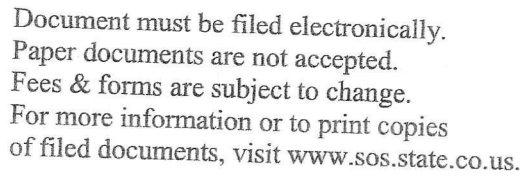
Certification

I, Kierstin Miller, Secretary of Youth Celebrate Diversity, a Colorado non-profit corporation, hereby certify that the attached *Bylaws of Youth Celebrate Diversity* was adopted by the Board of Directors of Youth Celebrate Diversity in a legally called meeting with a vote of 10 in favor and 3 abstentions (those not present at the meeting.) The official vote was taken on February 1, 2014.

In witness hereof, I have hereunto set my hand this 1st day of February, 2014.

YOUTH CELEBRATE DIVERSITY
A Colorado non-profit corporation

By: Kierstin Miller
Kierstin Miller, Secretary



Colorado Secretary of State
Date and Time: 07/23/2014 09:39 AM
ID Number: 20141145290
Document number: 20141440069
Amount Paid: \$25.00

Amended and Restated Articles of Incorporation

Amended and Restated Articles of Incorporation
filed pursuant to §7-90-301, et seq. and §7-130-106 and §7-90-304.5 of the Colorado Revised Statutes (C.R.S.)

ID number: 20141145290

1. Entity name: Youth Celebrate Diversity

(If changing the name of the corporation, indicate name before the name change)

2. New Entity name:
(if applicable)

3. Use of Restricted Words (if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):

- ☐ "bank" or "trust" or any derivative thereof
☐ "credit union" ☐ "savings and loan"
☐ "insurance", "casualty", "mutual", or "surety"

4. If the corporation's period of duration as amended is less than perpetual, state the date on which the period of duration expires:

(mm/dd/yyyy)

or

If the corporation's period of duration as amended is perpetual, mark this box: ☐

5. The amended and restated constituent filed document is attached.

6. The amendment to the articles of incorporation was in the manner indicated below:
(make the applicable selection)

- ☒ The amendment and restatement was adopted by the board of directors or incorporators without member action and member action was not required.
- ☐ The amendment and restatement was adopted by the members AND the number of votes cast for the amendment by each voting group entitled to vote separately on the amendment was sufficient for approval by that voting group.

(If the amended and restated articles of incorporation include amendments adopted on a different date or in a different manner, mark this box ☐ and include an attachment stating the date and manner of adoption.)

7. (Optional) Delayed effective date:

(mm/dd/yyyy)

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic

statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

8. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Munro	Timothy	Caleb	
(Last)	(First)	(Middle)	(Suffix)
(Street name and number or Post Office Box number)			
4440 Willard Avenue, Apt. 307			
Chevy Chase	MD	20815	
(City)	(State)	(Postal/Zip Code)	
	United States		
(Province – if applicable)	(Country – if not US)		

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box ☐ and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
YOUTH CELEBRATE DIVERSITY
AS OF
July 23, 2014**

(A Colorado Nonprofit Corporation)

These Amended and Restated Articles of Incorporation (the “**Articles**”) constitute the Articles of Incorporation of Youth Celebrate Diversity (the “**Corporation**”).

**ARTICLE I
CORPORATE NAME**

The name of the nonprofit corporation is Youth Celebrate Diversity.

**ARTICLE II
PERIOD OF DURATION**

The Corporation shall exist in perpetuity, unless dissolved according to law.

**ARTICLE III
PURPOSES AND POWERS OF CORPORATION**

3.1 Purposes. The Corporation is organized pursuant to the Colorado Revised Nonprofit Corporation Act, as amended (the “**Act**”), and shall be operated exclusively for public, charitable, or educational purposes as described in, and contemplated by, § 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “**Code**”), including, without limitation, to do and to engage in all lawful activities that further or are consistent with the preceding purposes of the Corporation.

In furtherance of such purposes the Corporation may promote, establish, conduct, and maintain activities on its own behalf or it may contribute to or otherwise assist other corporations, organizations, and institutions carrying on such activities.

3.2 Powers. In furtherance of the preceding purposes, the Corporation shall have and may exercise all of the rights, powers, privileges, and immunities now or subsequently conferred upon nonprofit corporations organized under the laws of the State of Colorado.

3.3 Restrictions on Powers. Notwithstanding any other provision of these Articles, the powers of the Corporation are restricted as follows:

(a) The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (i) by an organization exempt from federal income taxation under Code § 501(c)(3) or (ii) by an organization the contributions to which are deductible under Code §§ 170, 642, 2055, or 2522.

(b) No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation or any other private individual whatsoever (except that reasonable compensation may be paid for, and reimbursement may be made for reasonable expenses incurred in connection with, services rendered to or for the Corporation affecting one or more of its objects and purposes and except that payments may be made to a private individual other than a director or officer of the Corporation in furtherance of the purposes set forth in Section 3.1), and no director or officer of the Corporation or any other private individual whatsoever shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

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

(d) No solicitation of contributions to the Corporation shall be made, and no gift, bequest, or devise to the Corporation shall be accepted, upon any condition or limitation that in the opinion of the Corporation may cause the Corporation to lose its federal income tax exemption.

3.4 Prohibited Acts If the Corporation is Deemed a "Private Foundation." Notwithstanding any other provisions of these Articles, if at any time or times the Corporation is a "private foundation" within the meaning of Code § 509; then during such time or times:

(a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject the Corporation to tax under Code § 4942;

(b) The Corporation shall not engage in any act of self-dealing, as defined in Code § 4941;

(c) The Corporation shall not retain any excess business holdings, as defined in Code § 4943(c);

(d) The Corporation shall not make any investments in such manner as to subject the Corporation to the tax imposed under Code § 4944; and

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

ARTICLE IV MEMBERSHIP

The corporation shall not have voting members.

ARTICLE V REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Corporation is 8708 W. Toller Avenue, Littleton, Colorado 80128; and the name of the registered agent at such address is Janet Elaine Sammons.

ARTICLE VI INITIAL PRINCIPAL OFFICE

The address of the initial principal office of the Corporation is 8708 W. Toller Avenue, Littleton, Colorado 80128.

ARTICLE VII LIABILITY AND INDEMNIFICATION

7.1 Limitation of Personal Liability. The personal liability of each director of the Corporation for breach of fiduciary duty as a director is eliminated to the fullest extent permissible under the Act, including, without limitation, pursuant to Section 7-128-402.

7.2 Scope of Indemnification. The Corporation is authorized to provide indemnification of, and advance expenses to, directors, officers, employees, fiduciaries, and other agents to the fullest extent permissible under the Act.

7.3 Amendment, Modification, or Repeal. Any amendment, modification, or repeal of all or part of this Article IX shall not adversely affect any right or protection of a director, officer, employee, fiduciary, or other agent under this Article IX in respect of any action or omission occurring prior to the time of such amendment, modification, or repeal.

ARTICLE VIII BYLAWS

The Board of Directors shall have the power to make such bylaws as they may deem proper for the management of the affairs of the Corporation. Such bylaws may prescribe the authority under which conveyance or encumbrance of all or any part of the corporate property may be made, and the persons who shall be authorized to execute the instruments of conveyance or encumbrance.

ARTICLE IX DISSOLUTION

Upon any liquidation, dissolution, or winding up of the Corporation, the Board of Directors shall, after paying or adequately providing for the payment of all the obligations and liabilities of the Corporation, dispose of all the assets owned by the Corporation by transferring such assets exclusively to or for the benefit of such organization or organizations as shall at the time qualify under Code § 501(c)(3), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court for Denver County, Colorado,

exclusively for such exempt purposes or to such organization or organizations which are organized and operated exclusively for such exempt purposes, as such Court shall determine.

ARTICLE X FILING OF DOCUMENT

The name and mailing address of the individual who caused this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, is: Timothy Caleb Munro, 4440 Willard Avenue, Apt. 307, Chevy Chase, MD 20815.

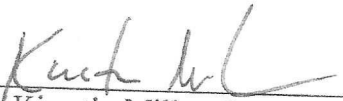
Certification

I, Kierstin Miller, Secretary of Youth Celebrate Diversity, a Colorado non-profit corporation, hereby certify that the attached *Amended and Restated Articles of Incorporation* was unanimously adopted by the Board of Directors of Youth Celebrate Diversity. The official vote was taken via e-mail from July 20-July 23, 2014.

In witness hereof, I have hereunto set my hand this 23rd day of July, 2014.

YOUTH CELEBRATE DIVERSITY
A Colorado non-profit corporation

By: _____


Kierstin Miller, Secretary

BYLAWS OF YOUTH CELEBRATE DIVERSITY
(formed under the Colorado Revised Nonprofit Corporation Act)

Adopted: February 1, 2014

Revised: July 23, 2014

ARTICLE I
PURPOSE OF THE CORPORATION

1.01 Purposes. As set forth in the Articles of Incorporation, Youth Celebrate Diversity is organized exclusively for charitable and educational purposes. These purposes include:

(a) Creating state and regional conferences for high school and college-aged youth that celebrate human diversity and provide students with an opportunity to share ideas relating to human diversity in a cooperative atmosphere.

(b) Providing information, workshops and resources on any issue relating to human diversity that might impact a student's ability to achieve academically or socially, both in and out of the school setting.

(c) Establishing a supportive network of youth, teachers, educational administrators and community partners committed to celebrating human diversity in an educational setting.

(d) Empowering youth to become leaders and speak out or take action in their local schools and communities and increase appreciation of human diversity.

(e) Providing teachers and educational administrators with resources and tools to incorporate diversity-related topics, issues and lessons into school curriculum.

1.02 Definition of Human Diversity. For the purposes of these bylaws as well as all of its activities, Youth Celebrate Diversity shall consider the phrase "human diversity" to encompass the full range of identities, characteristics, traits, and behaviors that make all people unique, including but not limited to race, ethnicity, culture, gender, sexual orientation, gender identity or expression, national origin, political belief, socio-economic background, religion, age, physical and mental ability or disability, level of education, and family composition.

1.03 Mission Statement. The Board of Directors shall, at its first meeting, adopt a mission statement for the organization. Once adopted, the mission statement may only be amended by a two-thirds vote of the Board of Directors.

ARTICLE II OFFICES

2.01 Location. Youth Celebrate Diversity may maintain offices at places as designated by the Board of Directors from time to time.

ARTICLE III MEMBERS

3.01 Members. Youth Celebrate Diversity shall have no members.

ARTICLE IV BOARD OF DIRECTORS

4.01 Power of Board. The affairs of Youth Celebrate Diversity shall be managed by the Board of Directors.

4.02 Number of Directors.

(a) The number of Directors of Youth Celebrate Diversity shall be not less than four (4) and shall not exceed twenty (20). The actual numbers of Directors may fluctuate within this range from time to time.

(b) The number of Directors may be increased or decreased from time to time by amendment to the Bylaws. No decrease shall shorten the term of any incumbent Director nor shall the number of Directors be decreased at any time to less than four (4).

4.03 Election and Term of Directors.

(a) The first Board of Directors of Youth Celebrate Diversity shall consist of those persons named as signatories to these original Bylaws. Such persons shall hold office until the first annual election of Directors.

(b) Election of Board members shall occur at each annual meeting of the Board of Directors.

(c) The terms of Directors shall be staggered. Initial Board members shall serve staggered terms of one, two, or three years. Thereafter, Board members shall serve three-year terms with approximately one-third of the Directors elected at each annual meeting.

(d) There shall be no term limits set on any individual for election to the Board of Directors.

(e) Each director shall hold office until the annual meeting when his/her term expires and until her/his successor has been elected and qualified.

4.04 Diversity in Board Membership. Every effort shall be made to create and maintain a Board of Directors with a diverse membership.

4.05 Quorum. Unless a greater proportion is required by law, a majority of the Directors then in office shall constitute a quorum for the transaction of business. If a quorum is present at the commencement of a meeting, a quorum shall be deemed present throughout such proceedings.

4.06 Action by the Board. Except as otherwise provided by law or by the Articles of Incorporation or these Bylaws, the act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board.

4.07 Conflicts of Interest. Whenever a Director has a financial or personal interest in any matter coming before the Board of Directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Directors determine that it is in the best interest of the organization to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

4.08 Scheduling Meetings of the Board.

(a) Meetings of the Board of Directors, regular or special, may be held at such place and at such time as prescribed by resolution of the Board of Directors. Any meeting of the Board must be scheduled at least thirty (30) days in advance, with written notice made to all current Board members via electronic mail.

(b) An annual meeting shall be held once a year at a time and location set by the Board of Directors. The Board shall hold at least one regular meeting per year, but may meet more frequently if circumstances require.

(c) Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of such meeting.

4.09 Informal Action by Directors. Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any action required or permitted to be taken by the Board may be taken without a meeting if the following conditions are met:

(a) A minimum of 48 hours' notice is given to the Board of Directors by the Chair on the upcoming vote on a motion.

(b) A majority of the Directors consent in writing through fax, mail or by electronic mail to the adoption of a resolution authorizing the action.

The resolution and the written consents thereto by the Directors shall be filed with the minutes of proceedings of the Board.

4.10 Meetings by Conference Telephone. Unless otherwise restricted by the Articles of Incorporation or these Bylaws, any or all Directors may participate in a meeting of the Board or a committee of the Board by means of conference telephone or by any means by which all

persons participating in the meeting are able to communicate with one another, and such participation shall constitute presence in person at the meeting.

4.11 Open Meetings. Meetings of the Board of Directors shall, in general, be open for observation to interested members of the public, provided they notify the Chair of their interest to observe such meetings at least ten (10) days in advance of the meeting. However, the Board may from time to time decide to conduct its business in private, at its discretion.

4.12 Voting. Each Director shall have one vote. All voting at meetings shall be done personally and no proxy shall be allowed.

4.13 Compensation. Directors shall not receive any compensation from Youth Celebrate Diversity for services rendered to Youth Celebrate Diversity as members of the Board, except that Directors may be reimbursed for expenses incurred in the performance of their duties to Youth Celebrate Diversity, in reasonable amounts based on policies approved by the Board.

4.14 Absence. Each Board member is expected to communicate with the Chair in advance of all Board meetings stating whether or not she/he is able to attend or participate by conference telephone or other agreed-upon means of communication. Any Board member who is absent from three successive Board meetings or fails to participate for a full year shall be deemed to have resigned due to non-participation, and his/her position shall be declared vacant, unless the Board affirmatively votes to retain that director as a member of the Board.

4.15 Resignation. Except as otherwise required by law, a Director may resign from the Board at any time by giving notice in writing to the Chair. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective.

4.16 Removal of Directors. A Director may be removed by a two-thirds vote of the Board of Directors then in office, at any regularly scheduled or special meeting of the Board of Directors, whenever in its judgment the best interests of Youth Celebrate Diversity would be served thereby.

4.17 Vacancies. Vacancies on the Board created by resignation, death or other incidents shall be filled by majority vote of the remaining members of the Board of Directors for the unexpired term. A director elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office and shall serve until her/his successor is elected and qualified.

ARTICLE V

OFFICERS OF THE BOARD OF DIRECTORS

5.01 Officers. The Board of Directors of Youth Celebrate Diversity shall elect a Chair, Vice Chair, Secretary, and Treasurer.

5.02 Term of Office. The officers of Youth Celebrate Diversity shall be elected for one-year terms at the regular annual meeting of the Board of Directors. Each officer shall hold office until a successor shall have been duly elected or appointed and qualified.

5.03 Compensation. Officers shall not receive any salary.

5.04 Qualifications. Officers must be Directors of Youth Celebrate Diversity. One person may not hold more than one office within the Board of Directors at the same time.

5.05 Powers and Duties of the Chair.

(a) The Chair shall preside at the meetings of the Board of Directors.

(b) The Chair shall play a major role in resource development and in representing the organization in the community.

(c) In the event of vacancies on Board committees, the Chair may appoint members of the Board to fill such vacancies.

(d) The Chair shall communicate to other officers or to the Board of Directors such matters and make such suggestions as may in her/his opinion tend to promote the prosperity and welfare of Youth Celebrate Diversity, and, subject to the supervision of the Board of Directors, shall perform all duties customary to that office.

5.06 Powers and Duties of the Vice Chair.

(a) In case of the absence of the Chair, or of his/her inability from any cause to act, the Vice Chair shall perform the duties of that office.

(b) Like the Chair, the Vice Chair shall play a major role in resource development and in representing the organization in the community, as well as any other duties as from time to time may be assigned by the Chair of the Board of Directors.

(c) There shall be no automatic presumption of the Vice Chair to the office of Chair at the end of the current Chair's tenure.

5.07 Powers and Duties of the Secretary.

(a) The Secretary shall be responsible for keeping an accurate record of all meetings of the Board of Directors.

(b) The Secretary shall see that all notices are duly given in accordance with these Bylaws or as required by law.

(c) The Secretary shall perform all duties customary to the office of Secretary and such other duties as from time to time may be assigned by the Chair or by the Board.

5.08 Powers and Duties of the Treasurer.

(a) The Treasurer shall be responsible for the financial oversight of Youth Celebrate Diversity.

(b) The Treasurer shall be the chair of the Finance/Audit Committee, and run the meetings of that committee.

5.09 Resignation from Office. Officers may resign at any time by providing written notice to the Chair.

5.10 Removal. Any officer may be removed by a two-thirds majority of the Board of Directors in office whenever in the Board's judgment the best interests of Youth Celebrate Diversity will be served thereby.

5.11 Vacancies. Vacancies may be filled or new offices created and filled at any meeting of the Board.

ARTICLE VI COMMITTEES OF THE BOARD OF DIRECTORS

6.01 Committees of Directors. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, each consisting of two or more Directors, which committees shall have and exercise the authority of the Board of Directors in the governance of Youth Celebrate Diversity. However, no committee shall have the authority to amend or repeal these Bylaws, elect or remove any officer or director, adopt a plan of merger, or authorize the voluntary dissolution of Youth Celebrate Diversity.

6.02 Finance/Audit Committee. The Finance/Audit Committee is responsible for ensuring that Youth Celebrate Diversity's financial statements and procedures are evaluated to determine that adequate fiscal controls and procedures are in place and that Youth Celebrate Diversity is in good financial health. The Treasurer of the Board shall always be the chair of the Finance/Audit Committee.

6.03 Other Committees and Task Forces. The Board of Directors may create and appoint members to such other committees and task forces as they shall deem appropriate. Such committees and task forces shall have the power and duties designated by the Board of Directors, and shall give advice and make non-binding recommendations to the Board.

6.04 Term of Office. Each member of a committee shall serve for one year until the next annual meeting of the Board of Directors and until a successor is appointed, unless the committee is sooner dissolved.

6.05 Vacancies. Vacancies in the membership of committees may be filled by the Chair of the Board.

6.06 Rules. Each committee and task force may adopt rules for its meetings not inconsistent with these Bylaws or with any rules adopted by the Board of Directors.

6.07 Non-Director Participation in Board Committees. With the advice and consent of the full Board of Directors, individual committees may from time to time invite non-Directors to participate in committee activities where it would serve the best interests of the organization. Under no circumstances shall non-Directors have any voting role in managing the organization,

and all substantive matters and issues arising out of such participation shall be referred to the full Board of Directors for deliberation and action.

ARTICLE VII EMPLOYEES AND AGENTS

7.01 Executive Director.

(a) The Board of Directors may choose to appoint an Executive Director, who shall serve at the pleasure of the Board.

(b) The Executive Director shall hire, direct and discharge all other agents and employees, who shall have such authority and perform such duties as may be required to carry out the operations of Youth Celebrate Diversity.

(c) The Executive Director may not at the same time be a member of the Board of Directors of Youth Celebrate Diversity.

(d) The Executive Director, as well as any other proper officer or staff person of Youth Celebrate Diversity authorized by the Board of Directors, may sign any deeds, bonds, mortgages, or other instruments and enter into agreements necessary to carry out the mission and programs of Youth Celebrate Diversity, except where these Bylaws or policies adopted by the Board require the signature of some other officer or agent of Youth Celebrate Diversity.

(e) The Executive Director is expected to regularly attend meetings of the Board of Directors and provide an update on the organization's activities, as requested by the Board. The Board may also choose to meet without the Executive Director present at its discretion.

(f) The Board may dismiss the Executive Director by a two-thirds majority vote, whenever in its judgment the best interests of Youth Celebrate Diversity would be served thereby.

7.02 Employees. Any employee or agent may be removed at any time with or without cause. Removal without cause shall be without prejudice to such person's contract rights, if any, and the appointment of such person shall not itself create contract rights.

7.03 Compensation. Youth Celebrate Diversity may pay compensation in reasonable amounts to agents and employees for services rendered. The Board shall determine the level of compensation of the Executive Director, and shall approve compensation guidelines for other categories of employees.

ARTICLE VIII FINANCES AND RECORDKEEPING

8.01 Fiscal Year. The fiscal year of Youth Celebrate Diversity shall be the calendar year or such other period as may be fixed by the Board of Directors.

8.02 Gifts. The Board of Directors may authorize the Executive Director and the Chair to accept on behalf of Youth Celebrate Diversity any contribution, gift or bequest with the purpose of furthering the organization's mission.

8.03 Checks, Drafts, Loans, Etc. All checks, drafts, loans or other orders for the payment of money, or to sign acceptances, notes, or other evidences of indebtedness issued in the name of Youth Celebrate Diversity shall be signed by such officer, agents or employees of Youth Celebrate Diversity and in such manner as shall be from time to time determined by the Board of Directors. In the absence of such determination, such instrument shall be signed by the Executive Director, except that disbursements over a specific amount, to be set by the Board from time to time, shall be considered "special disbursements" and must be approved in advance by the Board of Directors.

8.04 Deposits. All funds of Youth Celebrate Diversity shall be deposited to the credit of Youth Celebrate Diversity in such banks, trust companies, or other depositories as the Board of Directors may from time to time select.

8.05 Loans to Directors and Officers. No loans shall be made by Youth Celebrate Diversity to its Directors or officers.

8.06 Books and Records to be Kept. Youth Celebrate Diversity shall keep at its registered office (1) complete and accurate books and records of account, (2) minutes of the proceedings of the Board of Directors and any committee having any of the authority of the Board, and (3) a record of the names and addresses of the Board members entitled to vote. All books and records of Youth Celebrate Diversity may be inspected by any Board member having voting rights, or his/her agent or attorney, for any proper purpose at any reasonable time.

ARTICLE IX INDEMNIFICATION AND INSURANCE

9.01 Indemnification.

(a) Unless otherwise prohibited by law, Youth Celebrate Diversity shall indemnify any director or officer, any former director or officer, any person who may have served at its request as a director or officer of another corporation, whether for-profit or not-for-profit (an "Indemnified D&O Person"), and may, by resolution of the Board of Directors, indemnify any employee (collectively with the Indemnified D&O Persons, each an "Indemnified Person") against any and all expenses and liabilities actually and necessarily incurred by him/her or imposed on her/him in connection with any claim, action, suit, or proceeding (whether actual or threatened, civil, criminal, administrative, or investigative, including appeals) each, a ("Claim"), to which he or she may be or is made a party by reason of being or having been such director, officer or employee other than Claims in which the Indemnified Person, on the one hand, and Youth Celebrate Diversity are adverse, on the other hand; subject to the limitation, however, that there shall be no indemnification in relation to matters as to which he or she shall be adjudged in such Claim, to be guilty of a criminal offense or liable to Youth Celebrate Diversity for damages arising out of her or his own negligence or misconduct in the performance of a duty to Youth Celebrate Diversity.

(b) Amounts paid in indemnification of expenses and liabilities may include, but shall not be limited to, counsel fees and other fees; costs and disbursements; and judgment, fines, and penalties against, and amounts paid in settlement by, such director, officer or employee. Youth Celebrate Diversity may advance expenses to, or where appropriate may itself, at its expense, undertake the defense of, any director, officer, or employee; provided, however, that such director, officer or employee shall undertake to repay or to reimburse such expense if it should ultimately be determined that he or she is not entitled to indemnification under this Article.

(c) The provisions of this Article shall be applicable to Claims made or commenced after the adoption hereof, whether arising from acts or omissions to act occurring before or after adoption hereof.

(d) The indemnification provided by this Article shall not be deemed exclusive to any other rights to which such director, officer or employee may be entitled under any statute, Bylaw, agreement, vote of the Board of Directors, or otherwise and shall not restrict the power of Youth Celebrate Diversity to make any indemnification permitted by law.

9.02 Insurance. The Board of Directors may authorize the purchase of insurance on behalf of any director, officer, employee or other agent against any liability, asserted against or incurred by him/her which arises out of such person's status as a director, officer, employee or agent or out of acts taken in such capacity, whether or not Youth Celebrate Diversity would have the power to indemnify the person against that liability under law.

9.03 Exception. In no case, however, shall Youth Celebrate Diversity indemnify, reimburse, or insure any person for any taxes imposed on such individual under Chapter 42 of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "IRS Code"). Further, if at any time Youth Celebrate Diversity is deemed to be a private foundation within the meaning of §509 of the IRS Code then, during such time, no payment shall be made under this Article if such payment would constitute an act of self-dealing or a taxable expenditure, as defined in §4941(d) or §4945(d), respectively, of the IRS Code.

9.04 Validity in Part or Whole. If any part of this Article shall be found in any action, suit or proceeding to be invalid or ineffective, the validity and the effectiveness of the remaining parts shall not be affected.

ARTICLE X AMENDMENTS

10.01 Amendment of Articles and Bylaws. The Articles of Incorporation and the Bylaws of Youth Celebrate Diversity may be adopted, amended or repealed by a two-thirds majority vote of the Directors then in office, provided that at least fourteen (14) days' written notice has been given each member of the Board of the intention to adopt, amend or repeal the Articles of Incorporation or the Bylaws.

ARTICLE XI DISSOLUTION

11.01 Dissolution. The Board of Directors may vote to dissolve Youth Celebrate Diversity by two-thirds majority vote of the Directors in office. In the event of dissolution and after all liabilities have been reconciled, all remaining assets of the organization will be donated to one or more non-profit organizations chosen by the Board in its resolution to dissolve.

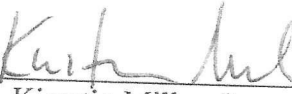
Certification

I, Kierstin Miller, Secretary of Youth Celebrate Diversity, a Colorado non-profit corporation, hereby certify that the attached *Revisions to the Bylaws of Youth Celebrate Diversity* was unanimously adopted by the Board of Directors of Youth Celebrate Diversity. The official vote was taken via e-mail from July 20-July 23, 2014.

In witness hereof, I have hereunto set my hand this 23rd day of July, 2014.

YOUTH CELEBRATE DIVERSITY
A Colorado non-profit corporation

By:



Kierstin Miller, Secretary

**Election/Revocation of Election by an Eligible
Section 501(c)(3) Organization To Make
Expenditures To Influence Legislation**
(Under Section 501(h) of the Internal Revenue Code)► Information about Form 5768 and its instructions is at www.irs.gov/form5768.For IRS
Use Only ►

Name of organization

Youth Celebrate Diversity

Number and street (or P.O. box no., if mail is not delivered to street address)

PO Box 70556

City, town or post office, and state

Bethesda, MD

Employer identification number

46-4967224

Room/suite

ZIP + 4

20813

- 1 Election**— As an eligible organization, we hereby elect to have the provisions of section 501(h) of the Code, relating to expenditures to influence legislation, apply to our tax year ending December 31, 2014 and all subsequent tax years until revoked. (Month, day, and year)

Note: This election must be signed and postmarked within the first taxable year to which it applies.

- 2 Revocation**— As an eligible organization, we hereby revoke our election to have the provisions of section 501(h) of the Code, relating to expenditures to influence legislation, apply to our tax year ending _____ and all subsequent tax years (until a new election is made). (Month, day, and year)

Note: This revocation must be signed and postmarked before the first day of the tax year to which it applies.

Under penalties of perjury, I declare that I am authorized to make this (check applicable box) ►

☒ election ☐ revocation

on behalf of the above named organization.

Janet E. Sammons

(Signature of officer or trustee)

Janet E. Sammons, Chair of the Board of Directors

(Type or print name and title)

July 28, 2014

(Date)

General Instructions

Section references are to the Internal Revenue Code.

Section 501(c)(3) states that an organization exempt under that section will lose its tax-exempt status and its qualification to receive deductible charitable contributions if a substantial part of its activities are carried on to influence legislation. Section 501(h), however, permits certain eligible section 501(c)(3) organizations to elect to make limited expenditures to influence legislation. An organization making the election will, however, be subject to an excise tax under section 4911 if it spends more than the amounts permitted by that section. Also, the organization may lose its exempt status if its lobbying expenditures exceed the permitted amounts by more than 50% over a 4-year period. For any tax year in which an election under section 501(h) is in effect, an electing organization must report the actual and permitted amounts of its lobbying expenditures and grass roots expenditures (as defined in section 4911(c)) on its annual return required under section 6033. See Part II-A of Schedule C (Form 990 or Form 990-EZ). Each electing member of an affiliated group must report these amounts for both itself and the affiliated group as a whole.

To make or revoke the election, enter the ending date of the tax year to which the election or revocation applies in item **1** or **2**, as applicable, and sign and date the form in the spaces provided.

Eligible organizations. A section 501(c)(3) organization is permitted to make the election if it is not a disqualified organization (see below) and is described in:

1. Section 170(b)(1)(A)(ii) (relating to educational institutions),
2. Section 170(b)(1)(A)(iii) (relating to hospitals and medical research organizations),
3. Section 170(b)(1)(A)(iv) (relating to organizations supporting government schools),
4. Section 170(b)(1)(A)(vi) (relating to organizations publicly supported by charitable contributions),
5. Section 509(a)(2) (relating to organizations publicly supported by admissions, sales, etc.), or
6. Section 509(a)(3) (relating to organizations supporting certain types of public charities other than those section 509(a)(3) organizations that support section 501(c)(4), (5), or (6) organizations).

Disqualified organizations. The following types of organizations are not permitted to make the election:

- a. Section 170(b)(1)(A)(i) organizations (relating to churches),

- b. An integrated auxiliary of a church or of a convention or association of churches, or

- c. A member of an affiliated group of organizations if one or more members of such group is described in **a** or **b** of this paragraph.

Affiliated organizations. Organizations are members of an affiliated group of organizations only if (1) the governing instrument of one such organization requires it to be bound by the decisions of the other organization on legislative issues, or (2) the governing board of one such organization includes persons (i) who are specifically designated representatives of another such organization or are members of the governing board, officers, or paid executive staff members of such other organization, and (ii) who, by aggregating their votes, have sufficient voting power to cause or prevent action on legislative issues by the first such organization.

For more details, see section 4911 and section 501(h).

Note. A private foundation (including a private operating foundation) is not an eligible organization.

Where to file. Mail Form 5768 to:

Department of the Treasury
Internal Revenue Service Center
Ogden, UT 84201-0027

ATTACHMENT**PART IV**
NARRATIVE DESCRIPTION OF YOUR ACTIVITIES

Youth Celebrate Diversity was incorporated in March 2014. As set out in its bylaws, the organization is organized exclusively for charitable and educational purposes.

Prior to its founding in March 2014, the organizers of Youth Celebrate Diversity engaged in similar activities, described below, through the Cherry Creek School District and Cherry Creek High School.

State and Regional Conferences

Youth Celebrate Diversity has been established in order to create state and regional conferences for high school and college-aged youth that celebrate human diversity, and to provide students with an opportunity to share ideas relating to human diversity in a cooperative atmosphere.

Cherry Creek Diversity Conference

Our organization's founding has grown out of the success of the Cherry Creek Diversity Conference, a one-day annual event held in Greenwood Village, Colorado for high school students. In February 2014, the conference celebrated its 21st annual event with over 1,000 high school students and supportive adults in attendance from over 85 high schools and youth organizations.

The event is focused on providing young people with an outlet to discuss the issues affecting their schools and communities, with an aim to remove and dismantle the barriers that prevent young people from achieving academically. Throughout the conference day, participants hear from a keynote speaker; participate in a discussion group with other students from around the state; attend two workshops that were chosen in advance; and meet as a school to plan and brainstorm how to apply the day's events and improve their local school or community.

All high schools and youth organizations throughout Colorado are invited to attend this event. We generally accept delegations of 5-20 students per school or organization. Each school is free to determine the manner in which attendees are selected. Given our conference offers such a wide variety of workshops, there is likewise a variety of clubs and organizations that choose to attend, whether they be from student government, peace or social-justice clubs, diversity clubs and classes, or ethnic student groups such as Black Student Alliance.

With the founding of Youth Celebrate Diversity, this event will continue to operate and function much like it had in the past, with event support and organization provided by Youth Celebrate Diversity and its staff. Cherry Creek High School will remain the event host of this conference, with support from the Cherry Creek School District.

Template for Future Conferences

As the Cherry Creek Diversity Conference has been successful over the past 21 years, our organization believes that this unique event is something special that youth all over the United States should experience. In an age where high school education increasingly focuses on core competencies such as reading, math and science, cultural and social studies topics have received less attention from school administrators and state education officials. At the same time, our nation's young people are facing a larger number of complex social dynamics at a younger age, accelerated by technology and compounded by increased diversity within the United States.

We believe that events such as the Cherry Creek Diversity Conference—and other similar events to be sponsored and created by Youth Celebrate Diversity—fill this gap, allowing students to work through the cultural, racial, ethnic, socio-economic, gender, sexual orientation, and other issues present in their lives. We believe that only by addressing these issues and providing students a supportive and welcoming environment to discuss these challenges, can they remove the barriers preventing them from achieving within the school environment. In this respect, we see the work of Youth Celebrate Diversity having a direct and profound impact on the academic achievement of young people who participate in our programs.

While we have no direct plans for additional events at the moment, our organization hopes to provide and support similar conferences and events in new regions and geographies in the future as partner organizations are identified and funds allow.

Information, Workshops and Resources on Human Diversity Issues

Youth Celebrate Diversity exists to provide information, workshops, and resources on any issue relating to human diversity that might impact a student's ability to achieve academically or socially, both in and out of the school setting.

Workshops at Conferences and Events

Workshop topics at Youth Celebrate Diversity conferences are determined by the student executive committee (see below) for the region or state. This ensures that the content of the conference is relevant and engaging to the youth attending the event, rather than being pre-planned by adults.

While most people associate the word 'diversity' with ethnicity or race, our organization is committed to dealing with a wide range of topics including cliques, religion, gender, sexual orientation, gender identity or expression, culture, physical and mental ability or disability, multicultural art and music, national origin, political belief, socio-economic background, age, level of education, family composition, and teenage social problems.

Examples of workshops from our most recent event include:

- Creating Your Own Diversity Club or Conference
- Building Bridges for Peace - Teens Create Change Worldwide

- Being an Effective Ally
- Men and Women - Breaking Down Stereotypes
- Does Skin Color Really Matter?
- Challenges and Support for GLBTQ Youth and Their Allies
- A Holocaust Survivor Speaks
- Finding Your Voice for Social Change
- Look Inside: Diversity in the US Military
- Hate Crimes: Youth Decide the Verdict
- Understanding Islam
- Phoenix Rising: Therapeutic Poetry and Spoken Word
- Mestizaje: Embracing People of Mixed Culture
- The N Word
- What is Affirmative Action? Diversity on the College Campus
- Not-Perfect Relationships - How Judgment Creates Our Communication
- Challenging Perceptions of Disability in America
- Search for the Truth - Exploring Religion
- What is the Big Deal about Indian Mascots?
- A History of Interracial Relationships
- Finding Self Through Yoga

The content of each workshop is decided by its workshop presenter, who prepares an application to the student executive committee for review and approval. In addition to the content presented during the workshop, most workshops include hand-outs with useful information for teens and attendees to take away and refer to at a later date. Importantly, most presenters have websites with more information which attendees can reference after the event.

Workshop Evaluations

Each of the workshop sessions at our events includes an evaluation time at the end, where attendees rate the presenter(s) on a number of criteria, including their preparedness; engagement levels; and the applicability of the content to the attendees' lives. Most important to us in these evaluations is whether the presenter took time to show attendees how to apply what they have learned to their everyday lives. Results from these workshop evaluations are shared with presenters after the event, and also guide our decisions on whether to invite the presenter(s) back to future conferences and events.

Information and Resources Pre- and Post-Event

In order to make the information from our workshop presenters and partner organizations more accessible, our organization maintains a website associated with each conference listing the partner organizations and their websites. We also list individual workshop presenters and their contact information, so that others may invite them to present at their school or event as well. We recognize that we can only include a limited number of people from each school at our conference due to space constraints, and welcome participants to invite our workshop presenters to present to a wider audience at their school or in their community.

Additionally, we keep in touch with the faculty advisors from participating schools before and after the conference day, passing on scholarship opportunities, events of interest, lesson plans for teachers, and more over email.

Empowering Youth to Take Action

Youth Celebrate Diversity's primary goal, via the conference, events, workshops and other programs it offers, is to empower youth to become leaders and speak out or take action in their local schools and communities and increase appreciation of human diversity.

Youth Executive Committee

Our primary event, the Cherry Creek Diversity Conference, provides numerous methods for young people to take leadership roles. The Conference itself is planned entirely by an executive committee of thirty-plus high school students and a few supportive adults who meet weekly from September until the conference day in early February. This group of volunteers comes from a variety of high schools around the Denver Metro area; all who wish to attend and commit to the weekly meetings are welcome to participate.

The conference executive committee:

- Selects the conference's theme and prepares a conference logo;
- Votes on the keynote speaker and cultural performances;
- Reviews past workshops and selects which workshop topics and presenters to feature at the conference;

- Prepares the discussion topics for the youth-facilitated discussion groups;
- Fundraises for the conference by canvassing the local community; and
- Works on all other topics and issues needed to prepare for the conference day.

Through their participation in the conference executive committee, these young people receive leadership training and often remark by the end of the conference on how their skills and confidence have grown through the event planning process. Indeed, many of these youth list the event on their college applications as a primary vehicle for leadership experience. Through contact with alumni from past years' conference executive committees, we know factually that many of the youth that participate go into college with a strong desire to improve their local communities, with a focus particularly on social justice issues.

Student Facilitators

In addition to the conference executive committee, our events also allow other opportunities for young people to take a leadership role even if they cannot attend the weekly meetings. During the morning of the Cherry Creek Diversity Conference, all students are assigned at random a discussion group with twenty-five other students from twenty-five other schools. These sessions are led by sixty student facilitators, who receive training from our conference in advance. These sessions offer an opportunity for young people to lead a group of their peers in a positive and constructive conversation on the issues and challenges they are facing in their schools, as well as sharing ideas and strategies on how to overcome them.

Our attendees remark on how often they find other schools in the state that are dealing with the same issues as their own, and this mixture of participants from around the state provides a compelling catalyst to breaking down stereotypes that students often have at schools in other parts of the state. Excluding seniors, more than 80% of those who facilitate discussion groups return the following year to do it again.

School Planning Sessions

Our conference provides an afternoon session where students and adults from the same school reconvene to brainstorm on how they can transform the day's experiences into positive action in their local school or community. Our conference provides teachers and faculty advisors with "pledge cards" where each individual can fill out an idea they have for the upcoming semester on how to make a difference back home. Faculty advisors then collect these pledge cards, and retain them until a month or so later when the group may be struggling to come up with ideas.

Some examples of events planned by schools as a direct result of the school planning session at our conference:

- Columbine High School attended our workshop "Living as a Latino in Today's World," which prompted them to recognize the need for Hispanic mentoring of new and existing students, and they created an organization to do just that.

- St. Mary's Academy participants started a monthly roundtable of teachers and students discussing controversial issues, especially those surrounding human diversity.
- Windsor High School attendees, all from their Student Council, were inspired by our conference to pass a unanimous resolution calling on their administration to include sexual orientation, age, and physical appearance in their non-discrimination policy.
- Numerous schools and diversity clubs, including Evergreen High School and Regis Jesuit High School, were prompted to host their own diversity week or diversity day events based largely on our conference's framework and contacts.

Establishing a Supportive Network

Youth Celebrate Diversity aims to establish a supportive network of youth, teachers, educational administrators and community partners committed to celebrating human diversity in an educational setting.

Faculty Advisor Discussion Groups

During the conference day, while youth are participating in their own discussion groups, faculty advisors and teachers are also assigned to their own adult discussion groups. This time period offers teachers the opportunity to meet like-minded and supportive adults from around the state, talk about the diversity challenges they're facing, and share teaching strategies on how to improve their local schools and communities. This session is particularly useful for teachers who have never attended our conference before and may be looking for help and guidance from those who have sponsored diversity clubs and organizations before.

Diversity School Network

One of the most important outcomes of the Cherry Creek Diversity Conference, or any conference run by Youth Celebrate Diversity, is the connections made between schools and among teachers and educational administrators. While these connections are made easily on the day of the event or conference, oftentimes people lose touch once back in their normal routine. These connections can often be very useful to new schools or organizations trying to start a diversity club or event, and who would like to reach out to others for advice and input.

As part of our conference website, we maintain the Diversity School Network, a database of high schools and youth organizations across Colorado with address, phone and email contact information, as well as the name of any faculty advisors at the school who sponsor diversity clubs or events. This tool provides event attendees as well as the general public with easy-to-access information on who to contact at any high school across the state, knowing the individual on the other end is part of a wider supportive network committed to celebrating diversity.

Partner Organizations Making a Difference

Our conferences feature workshops often led by leaders of other non-profit organizations in the community making a difference for human diversity. Part of our goals in hosting these

workshops is to introduce these organizations to a wider population throughout the state, and help the students and teachers from all locations make the connections with these organizations that often provide resources and information that they are desperately seeking.

Organizations we have partnered with in the past include:

- *Anti-Defamation League (ADL)*, one of the nation's premier human relations and civil rights agencies, dedicated in purpose and program to combating all forms of bigotry, defending democratic ideals, and protecting civil rights for all.
- *Art from Ashes*, a Colorado nonprofit organization formed in 2003 to address the therapeutic needs of high-risk young people through poetry and other creative arts.
- *Asian Pacific Development Center*, which promotes the well-being and health of the Asian American/Pacific Islander community of Colorado by bridging generations, cultures, and languages through culturally appropriate programs and services.
- *Boys & Girls Clubs of Metro Denver*, which has been helping kids from tough neighborhoods in the Denver area stay out of trouble, stay in school, and succeed in life since 1961. The organization owns and operates eight safe neighborhood branches where kids can spend time after school and during the summer.
- *Boys Hope Girls Hope*, which helps academically capable and motivated children in need to meet their full potential and become men and women for others by providing value-centered, family-like homes, opportunities, and education through college.
- *Building Bridges*, which provides leadership development and peacebuilding programs and opportunities for diverse youth and communities.
- *The Colorado Anti-Violence Program*, which has been dedicated to eliminating violence within and against the lesbian, gay, bisexual, and transgender (LGBT) communities in Colorado, and providing the highest quality services to survivors.
- *Colorado Safe Schools*, the social action network for those working to make schools more nurturing of LGBTQ people.
- *Comitis Crisis Center*, a non-profit organization that provides 24-hour help lines, runaway youth services, housing for adults and families and assistance with food baskets and human need items.
- *Denver Indian Family Resource Center*, created to assist American Indian children and families in the metropolitan Denver area with child welfare issues.
- *Denver Urban Ministries*, a human service agency to provide emergency and stabilization services in Denver's most impoverished neighborhoods.

- *Facing History and Ourselves*, which engages teachers and students of diverse backgrounds in an examination of racism, prejudice, and anti-semitism in order to promote the development of a more humane and informed citizenry.
- *Gay, Lesbian, and Straight Educational Network (GLSEN) Colorado*, whose mission is to create a safe and equitable learning environment for all students, regardless of sexual orientation and gender identity/expression.
- *The Holocaust Awareness Institute*, which promotes Holocaust awareness and education in Colorado and the Rocky Mountain region.
- *Kudzidza Foundation*, which works to establish and maintain a bridge of mutual education and cultural exchange between the U.S. and Zimbabwe.
- *Metro Volunteers*, the leading advocate for the power of volunteerism in the Denver metro area.
- *Mi Casa Resource Center*, whose mission is to advance the economic success of Latino families through three program areas: business development and consulting, career training and consulting, and youth and family development.
- *Museo de las Americas*, which educates the Colorado community about the diversity of Latino American art and culture from ancient to contemporary through innovative exhibitions and programs.
- *National Association for Multicultural Education*, which brings together individuals and groups with an interest in multicultural education from all levels of education, different academic disciplines, and from diverse educational institutions and occupations.
- *National Coalition Building Institute*, a nonprofit leadership training organization with teams of grassroots organizers representing a broad cross-section of their community.
- *PeaceJam Foundation*, an international education program built around leading Nobel Peace Laureates, including the Dalai Lama, Aung San Suu Kyi, Bishop Desmond Tutu, and others, who work personally with youth to pass on the spirit, skills, and wisdom they embody.
- *Rainbow Alley*, a program of the GLBT Center of Colorado, offers gay, lesbian, bisexual and transgender youth a safe and welcoming meeting place to discuss topics such as drugs and alcohol, HIV and AIDS, coming out, suicide prevention, personal safety, and school struggles.
- *Smart-Girl, Inc.*, a Colorado non-profit organization that inspires pre-teen and teen girls to make smart choices and become confident, capable and self-reliant young women.

- *Southern Poverty Law Center*, a non-profit organization focused on using the legal and criminal justice system to end discriminatory practices.
- *Teaching Tolerance*, providing free classroom materials on tolerance and diversity to educators throughout the nation.
- *The Gathering Place*, which exists to support women and their children who are experiencing homelessness or poverty by providing a safe daytime refuge and resources for self-sufficiency.
- *The Prodigal Son Initiative, Inc.*, a grassroots charitable program dedicated to benefiting and giving hope and a future to inner city children, with programs in tutoring, mentorship, and community service.
- *Think360 Arts*, the leading statewide provider of arts education programs and services in Colorado.
- *Urban Peak*, which has helped young people overcome homelessness and other real life challenges by providing safety, respect, essential services and a supportive community, empowering them to become self-reliant adults.

Incorporating Diversity-Related Topics into the School Curriculum

Youth Celebrate Diversity aims to provide teachers and educational administrators with resources and tools to incorporate diversity-related topics, issues and lessons into school curriculum.

With the rise of standardized testing focused on reading, math and science skills, controversial topics involving social or cultural issues have largely left the school curriculum. We believe that it is often these issues that prevent young people from achieving academically, and once our youth are provided an opportunity to work through these issues, they often excel in school. For these reasons, we provide lesson plans and other resources to participating schools and faculty advisors, with the hope that they will make their way into the school curriculum. These lesson plans are provided at no cost and are often developed by our partner organizations. In the future, we hope to develop a lesson plan database that teachers can reference when trying to incorporate some of these diversity-related issues into their classroom.

Funding

Youth Celebrate Diversity is an all-volunteer organization at this time, having no paid staff. Funding is provided by donations from the general public and grants from government and other non-profit organizations, as well as registration fees from participating schools and organizations to attend our conferences and events. Annual revenue currently averages around \$35,000, excluding the value of services or facilities furnished by a governmental unit without charge as

well as organizational savings. All revenue is allocated to operations and providing the services outlined above. Youth Celebrate Diversity has no investments or hard assets.

Time Allocation

For the purposes of this application, below is a rough estimate of the percentage of time devoted to each activity listed above by the organization:

- 50% Event planning and execution for the Cherry Creek Diversity Conference
- 15% Fundraising activities and outreach
- 15% Administrative activities (bookkeeping, meetings, etc.)
- 10% Maintenance of conference and organization website and marketing materials
- 5% Research on workshop presenters, partner organizations, and new opportunities
- 5% Newsletter and email editing, publication and distribution

PART V
COMPENSATION AND OTHER FINANCIAL ARRANGEMENTS
WITH YOUR OFFICERS, DIRECTORS, TRUSTEES,
EMPLOYEES, AND INDEPENDENT CONTRACTORS

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

Chair of the Board of Directors

Janet Sammons
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Vice Chair of the Board of Directors

Joyce Bignell
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Treasurer

Karen Nakandakare
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Secretary

Kierstin Miller
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Additional Board Members

Abby Ferber
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Lorenzo Gonzalez
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Carlotta LaNier
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Sandra Mitchell
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Eddie Moore, Jr.
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Ryan Silva
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Eve Torres
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Alice Wirth
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

Beth Yohe
c/o Youth Celebrate Diversity
PO Box 70556
Bethesda, MD 20813
(Compensation amount: none)

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

Youth Celebrate Diversity's directors, whose brief biographies are summarized below, have been invited to serve on the Board because they each have played a critical role in the continued success of the Cherry Creek Diversity Conference, the foundational event that gave rise to the idea for Youth Celebrate Diversity, and will provide guidance and support required by the organization during its foundation and growth thereafter. Youth Celebrate Diversity plans to maintain a Board of Directors committed to celebrating human diversity in its widest sense, and ensuring such diversity workshops and education are offered throughout the United States.

All directors are anticipated to participate in Board meetings, conference calls and meeting exchanges. Additionally they will take part in diversity events and conferences throughout the year, with an average number of 30 hours worked per calendar year.

All directors' duties are those typically expected of a non-profit Board, including fundraising, volunteering, and guiding the organization and its staff throughout its development.

- a. *Joyce Bignell* is a volunteer director. She is currently the President and Chief Executive Officer of the Colorado Council for Community and Justice (CCCJ), which provides facilitation and leadership training focused on diversity issues in Colorado. She was previously Executive Director for the Mountain West Regional office of the National Conference for Community and Justice (NCCJ). Mrs. Bignell is the organization's Vice Chair of the Board of Directors. Her duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.
- b. *Abby Ferber* is a volunteer director. Ms. Ferber is Director of the Women's and Ethnic Studies Program, The Matrix Center for the Advancement of Social Equity and Inclusion, and Professor of Sociology at the University of Colorado – Colorado Springs. Her research, teaching and service all coalesce around issues of inequality, privilege, and the intersections of race, gender and sexuality. Ms. Ferber is the author or co-editor of numerous books including: *Home-Grown Hate: Gender and the White Supremacist Movement*; *Privilege: A Reader*; *Making A Difference: University Students of Color Speak Out* and *White Man Falling: Race, Gender, and White Supremacy*. She also co-authored *Hate in America: What Do We Know?*, a publication of the American Sociological Association. Ms. Ferber is widely published in academic journals and mainstream news outlets. She received her MA and PhD from the University of Oregon, and her BA from American University. Her duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.
- c. *Lorenzo Gonzalez* is a volunteer director. Lorenzo Gonzales is currently retired, but served for many years as assistant principal at Cherry Creek High School. He was one of the main organizers of the National High School Diversity Conference, held in Denver, Colorado in 1998. He currently volunteers his time as a coach and tutor, working with underprivileged young people in the Denver Metro Area. His duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.
- d. *Carlotta LaNier* is a volunteer director. In 1957, at age 14, Carlotta Walls LaNier was the youngest Little Rock Nine member to integrate Central High School. Anger and violent behavior threatened their safety and motivated President Dwight D. Eisenhower to dispatch the Army's 101st Airborne Division to protect their constitutional rights. She graduated from Little Rock Central High School in 1960.

Mrs. LaNier attended Michigan State University for two years. In 1968, she graduated from Colorado State College - now the University of Northern Colorado, on whose board of trustees she sits. She also serves as president of the Little Rock Nine Foundation and is a member of the Denver Chapter of The Links, Incorporated, and the Johnson Legacy, Inc. Board of Directors. In addition to the NAACP's Spingarn Medal and the Congressional Gold Medal, awarded to her as a member of the Little Rock Nine, Mrs. LaNier is the recipient of an Honorary Doctorate of Humane Letters from the University of Northern Colorado, Iliff School of Theology, and Eastern Connecticut State University. She was inducted in the Colorado Woman's Hall of Fame and the Girl Scouts Women of Distinction. After working for the YWCA, Mrs. LaNier has pursued a successful career as a real estate broker for more than 35 years. Her duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.

- e. *Kierstin Miller* is a volunteer director. She has been a member of the Executive Committee of the Cherry Creek Diversity Conference for ten years and has also served as a workshop presenter for the conference. Ms. Miller serves as the organization's Secretary. Her duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.
- f. *Sandra Mitchell* is a volunteer director. She is currently Chief Diversity Officer at Regis University. Her role in this position is to provide strategic leadership and management in policy development, and in the creation, implementation and operation of programs and systems to achieve university diversity goals. She has more than 20 years experience in Higher Education Administration. She holds a Bachelor of Science in Psychology and a Master of Education in Higher Education from Drake University. Her duties are outlined in the bylaws, and include attending meetings of the Board and voting on Board Decisions.
- g. *Eddie Moore, Jr.* is a volunteer director. Dr. Eddie Moore, Jr., currently serves as Director of Diversity at Brooklyn Friends School in Brooklyn, New York. Dr. Moore received his Ph.D. in Educational Policy and Leadership Studies at the University of Iowa. Prior to that, Dr. Moore was Assistant Dean of Students and Director of Intercultural Life at Cornell College in Mt. Vernon, Iowa. Before coming to Cornell College, Dr. Moore was a Teaching Assistant and Adjunct Instructor at the University of Iowa, in Iowa City, Iowa and at Cornell College in Mount Vernon Iowa. His duties are outlined in the bylaws, and include attending meetings of the Board and voting on Board Decisions.
- h. *Karen Nakandakare* is a volunteer director. She is the Diversity and Community Investment Program Manager at CH2M Hill. She has consistently played a role in diversity-related groups and initiatives in the Denver area, recently serving as project manager of the Summer Engineering Enrichment Program for Kids (SEEK), a three-year program with City of Denver and Denver Public Schools. Ms. Nakandakare

played an integral part of the Colorado Dragon Boat Festival for more than a decade, serving on the board of directors and operating committee. She's also been involved with the City and County of Denver Human Rights & Community Relations Advisory Board, Asian Chamber of Commerce, One Colorado and LARASA. Her recognitions include Girl Scouts Women of Distinction, Asian American Hero of Colorado, Asian Pacific American Bar Minoru Yasui Community Award, Professional Woman of the Year Award from the Denver Gay & Lesbian Chamber of Commerce and others. She holds a B.A. in Communications with honors from the University of Colorado and a M.A. in Non-Profit Management from Regis University. Ms. Nakandakare is the organization's Treasurer. Her duties are outlined in our bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.

- i. *Janet Sammons* is a volunteer director. Mrs. Sammons has been a social studies teacher at Cherry Creek High School in Greenwood Village, Colorado since 1980 and taught social studies in Kansas for 10 years prior to 1980. Janet has worked on diversity-related issues both in and out of the classroom for many years. In 1994 she founded the statewide Cherry Creek Diversity Conference for high school students and their faculty advisers, and she has either directed or co-directed the conference for the past 21 years. She received her teaching degree from Kansas Wesleyan and her M.A. in Education from Emporia State University. Mrs. Sammons is the organization's Chair of the Board of Directors. Her duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.
- j. *Ryan Silva* is a volunteer director. He is the principal of Cherry Creek High School, the host school for the Cherry Creek Diversity Conference. As a former teacher and now administrator, he has consistently demonstrated his commitment to fostering respect and understanding, both at Cherry Creek High School and the Cherry Creek School District. His duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.
- k. *Eve Torres* is a volunteer director. Ms. Torres is a television personality and women's self-defense instructor. She is the head instructor of the Gracie Women Empowered self-defense program, and teaches sexual assault awareness and risk-reduction to women from all walks of life, including college women and airmen in the US Air Force. Ms. Torres did her undergraduate studies in Industrial and Systems Engineering at the University of Southern California. Her duties are outlined in the bylaws, and include attending meetings of the Board and voting on Board Decisions.
- l. *Alice Wirth* is a volunteer director. She is a lecturer at the University of Tennessee, Knoxville School of Communication Studies. She also serves as the Director of the UT College of Communication and Information Diversity Student Leaders Society. Her duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.

m. *Beth Yohe* is a volunteer director. Mrs. Yohe is the Director of Training for the Anti-Defamation League's (ADL) Education Division. She oversees the development of the anti-bias training and curricular materials for the ADL's A WORLD OF DIFFERENCE Institute, a leading provider of anti-bias education and social justice training. Mrs. Yohe also is an instructor for University of Colorado at Denver's Department of Education in the Cultural Responsive Urban Education teacher licensure program. She serves on the board of the International Bullying Prevention Association, Mapleton Education Foundation and UCCS Matrix Center for the Advancement of Social Equity and Inclusion. She has a Master of Science degree in Student Affairs in Higher Education from Colorado State University and a Bachelor of Arts in Speech Communication from Texas A&M University. Her duties are outlined in the bylaws, and include attending meetings of the Board of Directors and voting on Board decisions.

- 4 In establishing the compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, and 1c, the following practices are recommended, although they are not required to obtain exemption.**

Please see attached Exhibit A for the organization's compensation policy, as adopted by the Board of Directors on April 9, 2014.

- 5a Have you adopted a conflict of interest policy consistent with the sample conflict of interest policy in Appendix A to the instructions? If "Yes," provide a copy of the policy and explain how the policy has been adopted, such as by resolution of your governing board.**

Please see attached Exhibit B for the organization's conflict of interest policy, as adopted by the Board of Directors on April 9, 2014. Additionally, please note Page 3, Article 4, Section 4.07 in the organization's bylaws, which specifically governs conflicts of interest and how they are to be handled by the Board.

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

During its normal course of business, Youth Celebrate Diversity does not intend to purchase any goods, services, or assets from any of our officers, directors, trustees, highest compensated employees or highest compensated independent contractors.

However, we recognize that the members of our Board of Directors provide services for which our constituents would benefit. For example, several of our directors are considered

leading training experts in the area of diversity education. In the past the attendees of our events have benefited from attending workshops led by these directors, as represented in the evaluations of the trainings and workshops. Such trainings and professional services are the only area where we anticipate any need for purchasing any goods, services or assets from our officers, directors, trustees, highest compensated employees or highest compensated independent contractors.

We anticipate purchasing diversity training services from Joyce Bignell, Vice Chair of the Board of Directors; and Carlotta LaNier, member of the Board of Directors.

In the event the organization chooses to purchase the services of any director or other individual mentioned above, we will procure quotes or estimates from at least three other potential vendors who may provide the same services, and use this information to ascertain if the terms and fees are no more than fair market value. Such estimates and comparability information will be retained and documented by the organization to ensure transparency around the decision to purchase such services. All directors and employees will be bound by the organization's conflict of interest policy, therefore ensuring that such decisions are made only by disinterested persons without a conflict of interest. No written contracts or agreements exist at this time, but will be retained going forward and provided on request.

- 9a Do you or will you have any leases, contacts, loans, or other agreements with any organization in which any of your officers, directors, or trustees are also officers, directors, or trustees, or in which any individual officer, director, or trustee owns more than a 35% interest? If "Yes," provide the information requested in lines 9b through 9f.**

Yes.

- 9b Describe any written or oral arrangements that you made or intend to make.**

Youth Celebrate Diversity intends to organize conferences and events for high school and college youth that celebrate diversity and provide a variety of workshops and information on issues that may affect a student's ability to achieve academically. These conferences and events will often be hosted by high school, colleges and university partners in each geography. For example, the organization's primary event, the Cherry Creek Diversity Conference, will be hosted by Cherry Creek High School in Greenwood Village, Colorado. The organization would similarly look for other educational hosting partners to host future events and conferences not yet established.

In order to carry out its tax-exempt purposes and host these conferences and events, Youth Celebrate Diversity will sign a "memorandum of understanding" with the relevant educational partner (in the above example, Cherry Creek High School) regarding the organization's ability to use its facilities for the event. This memorandum of understanding will outline the cost for the organization's use of facilities, if any; the equipment, storage, security, telecommunications and office space needs for the organization leading up to,

during and after the event; rules around the use of photography, videography, and other marketing-related activities; and any other details relevant to both parties.

9c Identify with whom you have or will have such arrangements.

Although no memorandum of understanding has yet been signed, the organization intends to negotiate and sign such an agreement with Cherry Creek High School. Ryan Silva, one of the members of our Board of Directors, is the Principal of Cherry Creek High School and would be heavily involved in the negotiation of this agreement.

9d Explain how the terms are or will be negotiated at arm's length.

Youth Celebrate Diversity intends to not pay any costs or fees for the use of space with our educational hosting partners. This principle will ensure that the organization is not paying above market cost for hosting its events at the relevant venues, and will reduce operating costs so that more donated funds may be applied directly to the services primarily offered by the organization.

9e Explain how you determine you pay no more than fair market value or you are paid at least fair market value.

In the unlikely event Youth Celebrate Diversity is asked to pay any costs or fees for the use of space with our educational hosting partners, as negotiated through our memorandum of understanding, the organization will conduct comparability research to ensure that it is paying the same amount as other non-profit organizations that are using the same facilities for similar purposes and time periods. Such research will be conducted and analyzed prior to any contract or agreement being signed. Where such research indicates the organization is paying more than similar non-profit organizations, Youth Celebrate Diversity will seek a new educational hosting partner to provide a venue for its event.

9f Attach a copy of any signed leases, contracts, loans, or other agreements relating to such arrangements.

No such examples of agreements exist at this time, but once completed can be provided upon request.

PART VI
YOUR MEMBERS AND OTHER INDIVIDUALS AND
ORGANIZATIONS THAT RECEIVE BENEFITS FROM YOU

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

Yes. Youth Celebrate Diversity's primary programs will include conferences and workshops that focus on aspects of human diversity, with a goal of engaging young people in discussion on issues affecting their ability to achieve academically.

At this time, the primary event planned by Youth Celebrate Diversity is the Cherry Creek Diversity Conference, a one-day event held in Greenwood Village, Colorado each year for over 1,000 high school students and supportive adults from approximately 90 high schools or youth organizations. Participants hear from a keynote speaker, participate in discussion groups, attend two workshops and plan with their schools on how to incorporate what they've learned into their communities.

Discussion groups at our conferences are run by trained student facilitators. In these groups, students have a chance to speak their mind about diversity issues they are facing in their schools and communities. It is also the best opportunity during the day for students to meet one-on-one with other conference participants. Volunteer student facilitators lead discussions on school climate, diversity, cliques, socio-economic issues, and stereotypes.

Workshops at our conferences are conducted by community partners, often from other non-profit organizations, which share Youth Celebrate Diversity's values and mission. While most people often associate the word 'diversity' with ethnicity, these workshops deal with a wide range of topics including cliques, physical and mental challenges, religion, sexual orientation, art and music, gender, socio-economic concerns, and teenage social problems—just about anything that would affect a student's ability to achieve in the classroom. Every participant is able to select their two workshops in advance using our online registration system. In order to promote a good mixture of students from different schools in each session, our registration system only allows one individual from each school to attend each workshop – ensuring that a school or organization has the widest exposure to a variety of topics throughout the day.

At the end of the conference day, each school or organization regroups in their own area to discuss the day's events and what they have experienced. This time is provided so school groups may immediately begin building on the excitement of the conference day and plan for their own diversity events in the upcoming semester.

Youth Celebrate Diversity hopes to build on the success of the Cherry Creek Diversity Conference by replicating this event in new jurisdictions and geographies within the United States in the future, though has no specific plans to do so at this time.

In addition to this annual conference, Youth Celebrate Diversity aims to provide lesson plans, educational resources and other materials to educators who wish to incorporate diversity-related issues into their curriculum. These materials will be offered free of charge or at cost where necessary, and often will be posted on the organization's website or emailed to interested parties on request.

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

Yes. Similar to the answer to 1a of this section, our organization will host conferences and events where interested schools or youth organizations may register to attend. Participants may attend via a non-profit or youth organization, in addition to school delegations. Organizations receive the same goods and services outlined above for individuals in question 1a of this section.

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

Youth Celebrate Diversity will offer diversity education and workshops via conferences and other events. Any school or youth organization may register to attend our events. Participation in these events is limited to high school or college youth and their faculty advisors from participating schools, as well as invited community partners who facilitate discussion and disseminate relevant information. Only students from participating schools may register and attend our events. Interested students are encouraged to identify a faculty advisor within their school to supervise and facilitate their participation in the event. Particularly for events focusing on high school youth, this faculty advisor role is critical to ensure that these young people, who are legally minors, have proper supervision during the event.

Youth Celebrate Diversity does not limit participation in any of its programs based on race, ethnicity, culture, gender, sexual orientation, gender identity or expression, national origin, political belief, socio-economic background, religion, physical or mental ability or disability, or family composition.

- 3 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c? If "Yes," explain how these related individuals are eligible for goods, services, or funds.**

Family members and those with business relationships with our Board of Directors are eligible to participate in our events. No special exception is made to ensure their participation, however. Anyone with a family or business relationship with our Board of Directors will need to follow the same registration process to participate in our events and benefit from our services.

PART VIII
YOUR SPECIFIC ACTIVITIES

2a Do you attempt to influence legislation? If “Yes,” explain how you attempt to influence legislation and complete line 2b.

While not a substantial part of Youth Celebrate Diversity’s activity, the organization may from time to time engage in activities to influence legislation at the local, state and national level as appropriate. These activities may include meeting with elected representatives, sharing suggestions on draft legislation, and appealing for legislative support in areas where government officials may take steps to make the high school and college environment safe for all aspects of human diversity.

For example, if the state is considering a new piece of legislation requiring sexual orientation and gender identity be added into the non-discrimination policies of publicly funded universities, Youth Celebrate Diversity may engage with elected officials to encourage adoption of this piece of legislation, or may encourage the public to contact their elected representatives to support this legislation. This engagement may include phone calls, emails, personal letters, and in-person meetings.

No more than 10% of the Executive Director’s time will be spent on legislative advocacy, and no more than 5% of the organization’s annual budget will be spent on legislative advocacy.

4a Do you or will you undertake fundraising? If “Yes,” check all the fundraising programs you do or will conduct.

- a. *Mail solicitations* – Yes. Our organization plans to solicit donations from the public via mail by sending “funding packets” that outline our history, mission, programs and services, and plans for the future. These packets are sent to existing donors as well as potential new donors based on research conducted via the internet. Our organization will not purchase a mailing list from a third party to send unsolicited funding appeals en masse to the public.
- b. *Email solicitations* – Yes. Our organization plans to solicit donations from the public via email by sending funding appeal emails to existing and potential new donors. These emails outline the needs for the organization and its programs as well as potential ways a donation may be used for those purposes, so that donors have a direct understanding of how their contribution connects to our organization’s tax-exempt purpose. Our organization takes great effort to only email those people who have an established interest in our activities, and will not send “spam” or unsolicited emails en masse.
- c. *Personal solicitations* – Yes. Our organization will rely upon its Board of Directors to help solicit new donations from personal and business connections. In addition,

volunteer members of each event's executive committee will canvass the local community to solicit businesses and individuals to donate to the organization.

- d. *Foundation grant solicitations* – Yes. Our organization will be seeking grants from foundations, businesses and other organizations, as long as the organization providing the grant has interests and a mission that aligns with that of Youth Celebrate Diversity. No specific grants have been identified to date. Our organization will not accept grants from political or partisan foundations or organizations, if it may impact our ability to keep our program and services neutral.
- e. *Phone solicitations* – Yes. Similar to personal solicitations, our organization's Board of Directors will solicit donations from personal and business connections over the phone, and our events' executive committee members may solicit local businesses for donations over the phone. Our organization will not procure a phone list or directory from a third party to conduct phone solicitations en masse.
- f. *Donations on our website* – Yes. Our organization's website is currently under development, but once finished will contain information for interested donors as well as a place to pledge a donation. Ultimately our goal will be to accept credit card donations over the internet, and have such funds deposited directly into the bank account for Youth Celebrate Diversity.
- g. *Government grant solicitations* – Yes. Our organization will be seeking government grants where possible to help broaden the donor base for the organization. No specific grants have been identified to date.

4d List all states and local jurisdictions in which you conduct fundraising. For each state or local jurisdiction listed, specify whether you fundraise for your own organization, you fundraise for another organization, or another organization fundraises for you.

Youth Celebrate Diversity plans to fundraise across all states of the country and will address its fundraising appeals to interested parties who reside across the United States, rather than from persons located within any particular state or jurisdiction.

Proceeds from these fundraising activities will not be shared with any other organization, nor will Youth Celebrate Diversity share in the proceeds raised by another organization.

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

During its normal course of business and in pursuit of its exempt purposes, Youth Celebrate Diversity will create copyrighted materials such as newsletters, brochures, handouts, web pages and other printed and electronic material that constitutes "intellectual

property.” The organization has no expectation to use such materials for exclusively commercial purposes. Any resources developed will be offered either at cost for production and distribution, or for free, to those for whom we provide services.

Such works shall be deemed a work made for hire owned by Youth Celebrate Diversity. To the extent such works do not qualify as work made for hire for any reason, all rights, title and interest to such intellectual property shall be assigned to Youth Celebrate Diversity.

13b Describe how your grants, loans, or other distributions to organization further your exempt purposes.

Youth Celebrate Diversity reserves the right to make donations to other deserving tax-exempt organizations whose mission, programs and services align with those of our organization. These donations will be authorized by the Board of Directors prior to any distribution.

13c Do you have written contracts with each of these organization? If “Yes,” attach a copy of each contract.

No.

13d Identify each recipient organization and any relationship between you and the recipient organization.

No organizations are planned to receive donations from Youth Celebrate Diversity at this time. Our organization may make this decision from time to time. We shall not make donations to any organization with whom we have a relationship (as defined in the Instructions for this form). Additionally, our Board of Directors will abide by our conflict of interest policy when any vote on donations to other organizations comes before the Board of Directors.

13e Describe the records you keep with respect to the grants, loans, or other distributions you make.

Our organization will retain records of the decision-making process that led to authorization of any donation or distribution to another organization.

13f Describe your selection process, including whether you do any of the following.

Our selection process for determining the recipient of a donation will require a formal vote by the Board of Directors. We do not require an application form nor grant proposal, as such donations are not open to applications and are not grants.

13g Describe your procedures for oversight of distributions that assure you the resources are used to further your exempt purposes, including whether you require periodic and final reports on the use of resources.

We do not require any periodic or final reporting on the use of donated funds from Youth Celebrate Diversity. Donations are in small amounts that the recipient organization may use in any manner that it requires.

PART IX FINANCIAL DATA

- 9 **Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)**

All revenues reported in this category across all tax years are derived from registration fees paid by participating schools and youth organizations to attend an event organized by Youth Celebrate Diversity. Currently, our organization charges \$20 per person to attend a full-day conference, whether student or adult. This charge includes breakfast, lunch, a snack, program materials, and workshops led by community partners and leaders.

In the current tax year, Youth Celebrate Diversity had expenses for one event in Colorado, the Cherry Creek Diversity Conference, held on February 1, 2014. We anticipate moderate growth in 2015 and 2016, hence the projections below.

	Current Tax Year	2 succeeding tax years	
Category	(a) From 01/2014 To 12/2014	(b) From 01/2015 To 12/2015	(c) From 01/2016 To 12/2016
Event admissions	\$20,550	\$25,700	\$28,770
Total revenues	\$20,550	\$25,700	\$28,770

- 15 **Contributions, gifts, grants, and similar amounts paid out**

In 2015 and 2016, Youth Celebrate Diversity anticipates paying out one \$1,000 scholarship to a high school senior for post-graduate opportunities. For more details, see Schedule H of this application.

	Current Tax Year	2 succeeding tax years	
Category	(a) From 01/2014 To 12/2014	(b) From 01/2015 To 12/2015	(c) From 01/2016 To 12/2016
Scholarships	\$0	\$1,000	\$1,000
Total expenses	\$0	\$1,000	\$1,000

23 Any expense not otherwise classified, such as program services

All expenses reported in this category across all tax years are derived from costs associated with organizing and hosting diversity conferences and workshops for high school and college youth. In the current tax year, Youth Celebrate Diversity had expenses for one event in Colorado, the Cherry Creek Diversity Conference, held on February 1, 2014. We anticipate moderate growth in 2015 and 2016, hence the projections below.

	Current Tax Year	2 succeeding tax years	
Category	(a) From 01/2014 To 12/2014	(b) From 01/2015 To 12/2015	(c) From 01/2016 To 12/2016
Event-related salaries, wages and benefits	\$15,043	\$18,800	\$21,300
Food and beverage	\$9,631	\$12,000	\$13,500
Office expenses	\$9,165	\$11,500	\$12,800
Travel	\$1,921	\$2,400	\$2,700
Total expenses	\$35,760	\$44,700	\$50,300

SCHEDULE H
ORGANIZATIONS PROVIDING SCHOLARSHIPS, FELLOWSHIPS,
EDUCATIONAL LOANS, OR OTHER EDUCATIONAL GRANTS TO INDIVIDUALS
AND PRIVATE FOUNDATIONS REQUESTING ADVANCED APPROVAL OF
INDIVIDUAL GRANT PROCEDURES

SECTION I

1a Describe the types of educational grants you provide to individuals, such as scholarships, fellowships, loans, etc.

Youth Celebrate Diversity hosts annual conferences focused on human diversity for high school and college youth. In connection with each of these conferences, the organization offers a scholarship to one high school senior to help defray the costs of attending college or other post-secondary educational institutions. These scholarships are provided in coordination with a donor from the local jurisdiction where the event takes place.

Currently the only event which Youth Celebrate Diversity supports is the Cherry Creek Diversity Conference, an annual event held in Greenwood Village, Colorado. For this reason, we only award one scholarship at this time. However, we are hopeful to expand the model used in Colorado to new locations in the future, and would replicate the scholarship offered at the Cherry Creek Diversity Conference at these additional events in new jurisdictions.

1b Describe the purpose and amount of your scholarships, fellowships, and other educational grants and loans that you award.

The purpose of the scholarships awarded by Youth Celebrate Diversity is to help high school seniors defray the costs of post-secondary education.

These scholarships have been set at \$500 per person in the past. With the support of local donors, our organization would welcome an opportunity to increase the amount of this scholarship to \$1,000 or above, but this would only occur with increased financial donations from the public.

1d Specify how your program is publicized.

The senior scholarship for each event is publicized in several ways: on the organization's website; in regular email newsletters sent to participating schools and organizations; on a flyer that participating schools can download and post or hand-out to participants; and discussed at the event's executive committee meetings, where a group of students from participating schools meet weekly to plan the event.

1f Provide a sample copy of the application used.

Youth Celebrate Diversity's application for the senior scholarship is online via the website for our flagship event, the Cherry Creek Diversity Conference, at www.cherrycreekdiversity.org. The questions and options for answering are replicated below.

- a. Have you ever attended or previously been involved in the Cherry Creek Diversity Conference? Explain your past involvement with the Conference and leadership roles you played, if any. [Text box with unlimited space for response]
- b. Describe the clubs, groups, organizations or activities in which you have participated during your high school years. Rather than listing all activities, please limit your list to those relating to diversity, human rights, or community service. For each club or organization, please provide the number of years and description of your involvement. [Text box with unlimited space for response]
- c. In the space below, submit an essay on a topic of your choice related to diversity. Some options include: the importance of diversity activities in your life; how you first became involved with these activities; what role these activities will play in your post-graduate plans; a person or group you admire for their commitment to diversity; or the impact your work has had in your community, etc. [Text box with unlimited space for response]
- d. Please give the name and phone number of an unrelated adult who can attest to your qualifications. [Text boxes for name, relationship to you, and phone number]
- e. As a final step, please provide your home address. We will only use this information in the event you are awarded the scholarship. [Text boxes for address, city, state and zip code]

3 Describe the specific criteria you use to determine who is eligible for your program.

Youth Celebrate Diversity offers its programs and services with the aim of reducing the stress, friction and social problems that often cause youth to underperform in a school setting. For these reasons, our scholarships are not based on performance in high school classes, as measured via a GPA, as we hope to recognize young people who are improving their school environment or community and making them safe for everyone to achieve, regardless of the applicant's academic achievement.

Furthermore, as Youth Celebrate Diversity does not discriminate based on socio-economic background, there is no financial need requirement or demonstration to be eligible for the senior scholarship.

Scholarship eligibility requirements are as follows:

- a. Applicants must be a high school senior during the school year during which the conference takes place.
- b. Applicants must show evidence of participation in diversity, community service, or human rights-oriented activities within their school and/or community, as demonstrated through their scholarship application.
- c. Applicants must fill out an online registration form and submit a brief essay via our event website.
- d. Applicants must have an unrelated adult write a confidential recommendation.
- e. If selected, applicants must attend the conference at which the scholarship is awarded.

4a Describe the specific criteria you use to select the recipients.

Recipients of the senior scholarship are selected based on a holistic assessment of their work in their local school or community in diversity, community service, or human rights-related activities. This determination is made using their own application in conjunction with the confidential recommendation provided by an unrelated adult.

Some of the specific criteria that would strongly impact the selection of a recipient include the number of years dedicated to a specific program or project; the depth of the commitment to the work; the results gained from the student's activities; resistance and obstacles faced and overcome in carrying out the activities; and any leadership roles taken in carrying out the activities.

4b Describe how you determine the number of grants that will be made annually.

Youth Celebrate Diversity offers a single scholarship per conference it hosts and organizes. At this time, the organization only offers one event, the Cherry Creek Diversity Conference, so therefore awards a single scholarship annually.

4c Describe how you determine the amount of each of your grants.

Youth Celebrate Diversity's scholarships at our primary event, the Cherry Creek Diversity Conference, have been set at \$500 per person in the past. With the support of local donors, our organization would welcome an opportunity to increase the amount of this scholarship to \$1,000 or above, but this would only occur with increased financial donations from the public and community partners.

4d Describe any requirement or condition that you impose on recipients to obtain, maintain, or qualify for renewal of a grant.

Recipients are not eligible for renewal of our scholarship; it is a one-time scholarship for a high school senior for post-graduate opportunities, so each person is only eligible for a single year.

Our organization does not impose any requirements or conditions on recipients once they have been selected as the recipient of the scholarship.

5 Describe your procedures for supervising the scholarships, fellowships, educational loans, or other educational grants. Describe whether you obtain reports and grade transcripts from recipients, or you pay grants directly to a school under an arrangement whereby the school will apply the grant funds only for enrolled students who are in good standing. Also, describe your procedures for taking action if the terms of the award are violated.

There are no terms for the scholarships awarded by Youth Celebrate Diversity. We do not obtain reports or transcripts from recipients. We do not pay scholarship funds directly to a school.

6 Who is on the selection committee for the awards made under your program, including names of current committee members, criteria for committee membership, and the method of replacing committee members?

In conjunction with each event hosted and organized by Youth Celebrate Diversity where a scholarship is offered, a scholarship selection committee is formed of 3-5 disinterested persons from outside the geography of the event. For example, the Cherry Creek Diversity Conference draws over 1,000 participants from around the state of Colorado, so scholarship selection committee members are drawn from community partners and contacts outside the state of Colorado, so that they are unbiased in their selection of a recipient.

The names of those who participated in the selection of our scholarship recipient in 2014 are: Brandi Douglas, James Fisher, Esther McCrackin and Charles Thomas. These people were selected based on their shared values with Youth Celebrate Diversity and its mission. None of them reside in Colorado or have any connection to the state, whether through personal history or family relatives.

Scholarship selection committee members may be replaced on an annual basis as needed based on their availability to assist in the selection of the recipient. Should a committee member require replacement, Youth Celebrate Diversity would search for another individual outside the jurisdiction for which the event and scholarship take place, and who shares values with Youth Celebrate Diversity to improve the educational environment for all young people, regardless of their background or characteristics. Board members and staff of Youth Celebrate Diversity will never be eligible to serve on the scholarship selection committee.

7 Are relatives of members of the selection committee, or of your officers, directors, or substantial contributors eligible for awards made under your program? If "Yes," what measures are taken to ensure unbiased selections?

Below are guidelines that our organization will follow to ensure that scholarship awards made under our program are unbiased regardless of the applicants involved.

- a. Our organization's staff will redact the names of applicants from their applications and recommendation letters before providing them to the scholarship selection committee, ensuring that the committee members are unable to distinguish the actual names on the applications they are reading. Each application is assigned a random number for review by the committee.
- b. Recommendation letters for scholarship applicants must be written by an adult unrelated to the applicant, providing an unbiased perspective on their activities and application.
- c. Officers and members of the Board of Directors are ineligible to serve on the scholarship selection committee.
- d. In the event a relative of a member of the scholarship selection committee applies for the scholarship, that member of the selection committee will be replaced with another individual who is unrelated to any applicant.
- e. In general, scholarship selection committee members have little or no knowledge of the donor base for our organization. However, in the event a relative of a substantial contributor applies for the scholarship, our organization will review the application and redact any information would lead the scholarship selection committee to become aware of the contribution relationship that exists between the applicant's relative and our organization.

**COMPENSATION POLICY FOR OFFICERS, DIRECTORS,
EXECUTIVE DIRECTOR AND EMPLOYEES**
Youth Celebrate Diversity

Adopted: April 9, 2014

Introduction

This policy provides a procedure for the review and approval of the compensation of the officers, directors, Executive Director, and key employees of the organization consistent with applicable federal tax law and Colorado law.

All compensation paid by Youth Celebrate Diversity shall be reasonable based upon a review of comparability information.

Procedure for Approval of Compensation

The Board of Directors, or authorized committee thereof, shall review and approve the compensation of compensated individuals.

Persons with a conflict of interest with respect to the compensation arrangement at issue shall not be involved. For the purpose of approving compensation arrangements, Board members do not have a conflict of interest if they:

- (a) Are not benefitting from or participating in the compensation arrangement;
- (b) Are not in an employment relationship subject to the direction or control of any person benefitting from or participating in the compensation arrangement;
- (c) Do not receive compensation or other payments subject to the approval of any person benefitting from or participating in the compensation arrangement;
- (d) Have no material financial interest affected by the compensation arrangement; and
- (e) Do not approve a transaction providing economic benefits to any person participating in the compensation arrangement, who in turn has or will approve a transaction providing economic benefits to the member.

Pursuant to the Conflict of Interest Policy adopted by the Board of Directors on April 9, 2014, Board members have a duty to disclose any potential conflicts of interest prior to voting upon compensation arrangements. The Board of Directors has ultimate authority to determine when a conflict of interest exists in fact.

In its review and approval of compensation, the Board of Directors shall determine that compensation is reasonable to the organization based upon information sufficient to determine whether the value of services is the amount that would ordinarily be paid for like services by like enterprises, whether taxable or tax exempt, under like circumstances. Relevant information includes, but is not limited to:

- (a) Compensation levels paid by similarly situated organizations, both taxable and tax exempt, for functionally comparable positions;
- (b) The availability of similar services in the geographic area of the organization;
- (c) Current compensation surveys compiled by independent firms; and
- (d) Actual written offers from similar institutions competing for the services of the compensated person.

Records

The Board's review and approval of compensation shall be promptly recorded in the minutes of its meetings and contain:

- (a) The terms of the compensation and the date approved;
- (b) The names of the members of the Board who were present during the discussion and those who voted on the approved compensation;
- (c) The comparability data obtained and relied upon, and how it was obtained;
- (d) Any action taken with respect to consideration of the compensation by a member of the Board who had a conflict of interest with respect to the compensation; and
- (e) If the reasonable compensation is higher or lower than the range of comparability data obtained, the basis for the decision.

Such minutes shall be reviewed and approved by the Board as reasonable, accurate and complete within a reasonable time after the review and approval of the compensation.

Payment of Compensation

Youth Celebrate Diversity shall only pay or distribute compensation after the approval of such compensation arrangements by the Board of Directors.

Compensation other than Annual Salary

Should the Board of Directors approve compensation for officers, directors, trustees, employees or contractors through non-fixed payments, such as discretionary bonuses or revenue-based payments, it may only do so after documenting the following:

- (a) Description of non-fixed payments;
- (b) How the amounts are determined;
- (c) Who is eligible for such arrangements;
- (d) Whether the Board places a limitation on total compensation;
- (e) How it will be determined that no more than reasonable compensation for services.

Unless an unusual exception is identified and approved by a majority vote of disinterested Board members, Youth Celebrate Diversity shall not purchase nor sell any goods, services or assets from or to any officers, directors, trustees or employees.

Unless an unusual exception is identified and approved by a majority vote of disinterested Board members, Youth Celebrate Diversity shall not enter into any leases, contracts, loans or other contractual arrangements with officers, directors, trustees or employees.

Certification

I, Kierstin Miller, Secretary of Youth Celebrate Diversity, a Colorado non-profit corporation, hereby certify that the attached *Compensation Policy for Officer, Directors, Executive Director and Employees* was unanimously adopted by the Board of Directors of Youth Celebrate Diversity in a legally called meeting held on April 1, 2014. The official vote took place from April 1-10, 2014 via the conference call and by e-mail for those Directors not able to participate in the conference call.

In witness hereof, I have hereunto set my hand this 10th day of April, 2014.

YOUTH CELEBRATE DIVERSITY
A Colorado non-profit corporation

By: Kierstin Miller
Kierstin Miller, Secretary

CONFLICT OF INTEREST POLICY

Youth Celebrate Diversity

Adopted: April 9, 2014

Introduction

The purpose of this policy is to protect Youth Celebrate Diversity's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or Director of Youth Celebrate Diversity. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

This policy expands upon Section 4.07 of Youth Celebrate Diversity's Bylaws, as adopted by the Board of Directors. Nothing in this document shall conflict or override Youth Celebrate Diversity's Bylaws, and where any discrepancy is found, the Bylaws shall be considered authoritative.

Definitions

1. *Interested Person.* Any Director, principal officer, or member of a committee with Board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
2. *Financial Interest.* A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - (a) An ownership or investment interest in any entity with which Youth Celebrate Diversity has a transaction or arrangement,
 - (b) A compensation arrangement with Youth Celebrate Diversity or with any entity or individual with which Youth Celebrate Diversity has a transaction or arrangement, or
 - (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which Youth Celebrate Diversity is negotiating a transaction or arrangement.
3. *Compensation.* Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

4. *Conflict of Interest.* A conflict of interest exists only where the Board of Directors has recognized one to exist by a vote.

Procedures for Addressing Potential Conflicts of Interest

Anyone subject to this policy has an obligation to disclose the existence of any potential conflict of interest to the Board of Directors. He or she will be given the opportunity to share all relevant facts to the Directors considering the proposed transaction or arrangement prior to any vote. After making his or her presentation to the Board of the Directors, he/she shall leave the meeting.

The Board will consider the potential conflict of interest and, after discussion, vote on whether a conflict of interest exists.

If no conflict of interest exists per the Board vote, the Board may proceed to vote upon the potential transaction or arrangement, and the interested person may participate in the discussion and voting on the matter.

If the Board finds a conflict of interest exists, it may proceed with one of two options:

- (a) The Board may, as appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement. At a later date, after exercising due diligence, the Board shall determine whether Youth Celebrate Diversity can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in Youth Celebrate Diversity's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

- (b) If the Board believes no investigation is necessary, it may move forward with discussion of the potential transaction or arrangement, and a subsequent vote. In such circumstances, the interested person may not be present for discussion or participate in the Board vote.

Violations of the Conflicts of Interest Policy

If the Board of Directors has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Directors determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate corrective action as is required and deemed necessary by the Board.

Records

Where conflicts of interest are discussed and raised in meetings of the Board of Directors, the minutes of such meetings shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest;
2. The nature of the financial interest;
3. Any action taken to determine whether a conflict of interest was present;
4. The Board's decision as to whether a conflict of interest in fact existed;
5. The names of the persons who were present for discussions and votes relating to the transaction or arrangement;
6. The content of the discussion, including any alternatives to the proposed transaction or arrangement; and
7. A record of any votes taken in connection with the proceedings.

Each Director and member of a committee with Board-delegated powers shall annually sign a statement which affirms he or she has received a copy of the conflicts of interest policy; has read and understands the policy; has agreed to comply with the policy; and understands Youth Celebrate Diversity is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

The Secretary of the Board of Directors shall be responsible for collecting and retaining copies of all signed statements regarding the conflicts of interest policy.

Certification

I, Kierstin Miller, Secretary of Youth Celebrate Diversity, a Colorado non-profit corporation, hereby certify that the attached *Conflict of Interest Policy* was unanimously adopted by the Board of Directors of Youth Celebrate Diversity in a legally called meeting held on April 1, 2014. The official vote took place from April 1-10, 2014 via the conference call and by e-mail for those Directors not able to participate in the conference call.

In witness hereof, I have hereunto set my hand this 10th day of April, 2014.

YOUTH CELEBRATE DIVERSITY
A Colorado non-profit corporation

By: Kierstin Miller
Kierstin Miller, Secretary

Form 1023 Checklist

(Revised December 2013)

Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code

Note. Retain a copy of the completed Form 1023 in your permanent records. Refer to the General Instructions regarding Public Inspection of approved applications.

Check each box to finish your application (Form 1023). Send this completed Checklist with your filled-in application. If you have not answered all the items below, your application may be returned to you as incomplete.

- ☒ Assemble the application and materials in this order:
- Form 1023 Checklist
 - Form 2848, *Power of Attorney and Declaration of Representative* (if filing)
 - Form 8821, *Tax Information Authorization* (if filing)
 - Expedite request (if requesting)
 - Application (Form 1023 and Schedules A through H, as required)
 - Articles of organization
 - Amendments to articles of organization in chronological order
 - Bylaws or other rules of operation and amendments
 - Documentation of nondiscriminatory policy for schools, as required by Schedule B
 - Form 5768, *Election/Revocation of Election by an Eligible Section 501(c)(3) Organization To Make Expenditures To Influence Legislation* (if filing)
 - All other attachments, including explanations, financial data, and printed materials or publications. Label each page with name and EIN.
- ☒ User fee payment placed in envelope on top of checklist. DO NOT STAPLE or otherwise attach your check or money order to your application. Instead, just place it in the envelope.
- ☒ Employer Identification Number (EIN)
- ☒ Completed Parts I through XI of the application, including any requested information and any required Schedules A through H.
- You must provide specific details about your past, present, and planned activities.
 - Generalizations or failure to answer questions in the Form 1023 application will prevent us from recognizing you as tax exempt.
 - Describe your purposes and proposed activities in specific easily understood terms.
 - Financial information should correspond with proposed activities.
- ☒ Schedules. Submit only those schedules that apply to you and check either "Yes" or "No" below.
- | | | | | | |
|------------|---------|--|------------|---|--|
| Schedule A | Yes ___ | No <input checked="" type="checkbox"/> | Schedule E | Yes ___ | No <input checked="" type="checkbox"/> |
| Schedule B | Yes ___ | No <input checked="" type="checkbox"/> | Schedule F | Yes ___ | No <input checked="" type="checkbox"/> |
| Schedule C | Yes ___ | No <input checked="" type="checkbox"/> | Schedule G | Yes ___ | No <input checked="" type="checkbox"/> |
| Schedule D | Yes ___ | No <input checked="" type="checkbox"/> | Schedule H | Yes <input checked="" type="checkbox"/> | No ___ |

- ☒ An exact copy of your complete articles of organization (creating document). Absence of the proper purpose and dissolution clauses is the number one reason for delays in the issuance of determination letters.
- Location of Purpose Clause from Part III, line 1 (Page, Article and Paragraph Number) Page 1, Article III, Section 3.1
 - Location of Dissolution Clause from Part III, line 2b or 2c (Page, Article and Paragraph Number) or by operation of state law Page 3, Article IX, Paragraph 1
- ☒ Signature of an officer, director, trustee, or other official who is authorized to sign the application.
- Signature at Part XI of Form 1023.
- ☒ Your name on the application must be the same as your legal name as it appears in your articles of organization.

Send completed Form 1023, user fee payment, and all other required information, to:

Internal Revenue Service
P.O. Box 192
Covington, KY 41012-0192

If you are using express mail or a delivery service, send Form 1023, user fee payment, and attachments to:

Internal Revenue Service
201 West Rivercenter Blvd.
Attn: Extracting Stop 312
Covington, KY 41011