

**\*\* PUBLIC DISCLOSURE COPY \*\***  
**Return of Organization Exempt From Income Tax**  
 Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Department of the Treasury  
 Internal Revenue Service

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

**A** For the 2004 calendar year, or tax year beginning JUL 1, 2004 and ending JUN 30, 2005

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Return prepared <input type="checkbox"/> Application pending	<b>C</b> Name of organization Please use IRS label or print or label or <b>THE YOUTH CONNECTION OF VENTURA</b> <b>DBA CASA PACIFICA</b>	<b>D</b> Employer identification number <b>77-0195022</b>
<input type="checkbox"/> Room/suite	Number and street (or P.O. box if mail is not delivered to street address) <b>1722 SOUTH LEWIS ROAD</b>	<b>E</b> Telephone number <b>(805) 445-7800</b>
<input type="checkbox"/> City or town, state or country, and ZIP + 4 <b>CAMARILLO, CA 93012</b>	City or town, state or country, and ZIP + 4 <b>CAMARILLO, CA 93012</b>	<b>F</b> Accounting method Other (specify) <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual

**G** Website: **WWW.CASAPACIFICA.ORG**  
 Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

**J** Organization type (check only one)  501(c) ( 3 ) (insert no.)  4947(a)(1) or  527  
**K** Check here  if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS, but if the organization received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

**L** Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 **14,616,743.**

**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances**

1	Revenue		7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	
	a	b																a
1	Contributions, gifts, grants, and similar amounts received:																	
	a	Direct public support																
	b	Indirect public support																
	c	Government contributions (grants)																
	d	Total (add lines 1a through 1c) (cash \$ <b>1,068,603.</b> noncash \$ <b>353,691.</b> )																
2	Program service revenue including government fees and contracts (from Part VII, line 93)																	
3	Membership dues and assessments																	
4	Interest on savings and temporary cash investments																	
5	Dividends and interest from securities																	
6	a	Gross rents																
	b	Less: rental expenses																
	c	Net rental income or (loss) (subtract line 6b from line 6a)																
7	Other investment income (describe) <b>SEE STATEMENT 2</b>																	
8	a	Gross amount from sales of assets other than inventory																
	b	Less: cost or other basis and sales expenses																
	c	Gain or (loss) (attach schedule)																
	d	Net gain or (loss) (combine line 8c, columns (A) and (B))																
9	Special events and activities (attach schedule) If any amount is from gaming, check here <input type="checkbox"/>																	
	a	Gross revenue (not including \$ <b>244,219.</b> of contributions reported on line 1a)																
	b	Less: direct expenses other than fundraising expenses																
	c	Net income or (loss) from special events (subtract line 9b from line 9a)																
10	a	Gross sales of inventory, less returns and allowances																
	b	Less: cost of goods sold																
	c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)																
11	Other revenue (from Part VII, line 103)																	
12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)																	
13	Program services (from line 4d, column (B))																	
14	Management and general (from line 4d, column (C))																	
15	Fundraising (from line 4d, column (D))																	
16	Payments to affiliates (attach schedule)																	
17	Total expenses (add lines 16 and 4d, column (A))																	
18	Excess or (deficit) for the year (subtract line 17 from line 12)																	
19	Net assets or fund balances at beginning of year (from line 78, column (A))																	
20	Other changes in net assets or fund balances (attach explanation)																	
21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)																	

THE YOUTH CONNECTION OF VENTURA  
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**Part I Statement of Functional Expenses** All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 65, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program Services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule)	22		STATEMENT 7	
(cash \$ _____ non-cash \$ _____)				
23 Specific assistance to individuals (attach schedule)	23	2,130.		
24 Benefits paid to or for members (attach schedule)	24			
25 Compensation of officers, directors, etc.	25	245,003.	208,532.	5,742.
26 Other salaries and wages	26	8,272,778.	7,041,289.	1,037,598.
27 Pension plan contributions	27			
28 Other employee benefits	28	1,175,506.	984,804.	160,196.
29 Payroll taxes	29	658,956.	560,252.	84,422.
30 Professional fundraising fees	30			
31 Accounting fees	31	31,230.		31,230.
32 Legal fees	32	6,376.		6,376.
33 Supplies	33	166,866.	96,418.	68,166.
34 Telephone	34	151,316.	110,390.	37,688.
35 Postage and shipping	35	11,771.	275.	7,326.
36 Occupancy	36	178,952.	178,390.	562.
37 Equipment rental and maintenance	37	53,645.	48,112.	5,164.
38 Printing and publications	38	15,291.	529.	4,561.
39 Travel	39	125,875.	96,104.	27,232.
40 Conferences, conventions, and meetings	40	110,347.	53,062.	44,243.
41 Interest	41	20,438.		20,438.
42 Depreciation, depletion, etc (attach schedule)	42	599,961.	532,912.	62,579.
43 Other expenses not covered above (itemize):				
a _____	43a			
b _____	43b			
c _____	43c			
d _____	43d			
e SEE STATEMENT 6	43e	2,216,966.	1,688,023.	488,000.
Total functional expenses (add lines 22 through 43)	44	14,043,407.	11,601,222.	2,115,948.
44 Organizations completing columns (B)-(D), carry these totals to lines 13-15.				326,237.

Joint Costs Check  If you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?  Yes  No  
 If 'Yes,' enter (i) the aggregate amount of these joint costs \$ \_\_\_\_\_; (ii) the amount allocated to Program services \$ \_\_\_\_\_; and (iv) the amount allocated to Fundraising \$ \_\_\_\_\_.

**Part III Statement of Program Service Accomplishments**

What is the organization's primary exempt purpose? **TO PROVIDE HELP AND HOPE TO ABUSED, NEGLECTED CHILDREN.**

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

a SEE STATEMENT A	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts, but optional for others.)
b	(Grants and allocations \$ 2,130.) 11,601,222.
c	(Grants and allocations \$ )
d	(Grants and allocations \$ )
e Other program services (attach schedule)	(Grants and allocations \$ )
f Total of Program Service Expenses (should equal line 44, column (B), Program services)	11,601,222.

**Part IV** Balance Sheets

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year	(B) End of year
45	Cash - non-interest-bearing	230,763.	498,244.
46	Savings and temporary cash investments	403,019.	118,925.
47 a	Accounts receivable	1,892,147.	2,412,001.
b	Less: allowance for doubtful accounts		
48 a	Pledges receivable	59,830.	18,830.
b	Less: allowance for doubtful accounts	80.	
49	Grants receivable		
50	Receivables from officers, directors, trustees, and key employees		
51 a	Other notes and loans receivable		
b	Less: allowance for doubtful accounts		
52	Inventories for sale or use		
53	Prepaid expenses and deferred charges	191,363.	266,807.
54	Investments - securities <b>STMT 8</b>	691,805.	789,932.
55 a	Investments - land, buildings, and equipment: basis		10,500.
b	Less: accumulated depreciation		10,500.
56	Investments - other		
57 a	Land, buildings, and equipment: basis	12,352,419.	7,832,274.
b	Less: accumulated depreciation	4,520,145.	
58	Other assets (describe)		
59	Total assets (add lines 45 through 58) (must equal line 74)	11,259,969.	11,947,513.
60	Accounts payable and accrued expenses	1,141,858.	1,323,744.
61	Grants payable		
62	Deferred revenue		30,577.
63	Loans from officers, directors, trustees, and key employees		
64	a Tax-exempt bond liabilities	93,907.	86,211.
b	Mortgages and other notes payable	178,757.	639,474.
65	Other liabilities (describe) <b>SEE STATEMENT 11</b>		
66	Total liabilities (add lines 60 through 65)	1,414,522.	2,080,006.
	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74		
67	Unrestricted	8,958,258.	8,899,026.
68	Temporarily restricted	179,480.	213,599.
69	Permanently restricted	707,709.	754,882.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74		
70	Capital stock, trust principal, or current funds		
71	Paid-in or capital surplus, or land, building, and equipment fund		
72	Retained earnings, endowment, accumulated income, or other funds		
73	Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19; column (B) must equal line 21)	9,845,447.	9,867,507.
74	Total liabilities and net assets / fund balances (add lines 66 and 73)	11,259,969.	11,947,513.

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

**Part IV-A** Reconciliation of Revenue per Audited Financial Statements with Revenue per Return

a	Total revenue, gains, and other support per audited financial statements	▶	a	14,064,667.
b	Amounts included on line a but not on line 12, Form 990:			
(1)	Net unrealized gains on investments	\$	40,946.	
(2)	Donated services and use of facilities	\$	10,000.	
(3)	Recoveries of prior year grants	\$		
(4)	Other (specify):	\$		
	Add amounts on lines (1) through (4)	▶	b	50,946.
c	Line a minus line b	▶	c	14,013,721.

d Amounts included on line 12, Form 990 but not on line a:

(1)	Investment expenses not included on line 6b, Form 990	\$		
(2)	Other (specify):	\$	10,800.	
	STMT 13	\$	10,800.	
	Add amounts on lines (1) and (2)	▶	d	10,800.
e	Total revenue per line 12, Form 990 (line c plus line d)	▶	e	14,024,521.

**Part IV-B** Reconciliation of Expenses per Audited Financial Statements with Expenses per Return

a	Total expenses and losses per audited financial statements	▶	a	14,042,607.
b	Amounts included on line a but not on line 17, Form 990:			
(1)	Donated services and use of facilities	\$	10,000.	
(2)	Prior year adjustments reported on line 20, Form 990	\$		
(3)	Losses reported on line 20, Form 990	\$		
(4)	Other (specify):	\$		
	Add amounts on lines (1) through (4)	▶	b	10,000.
c	Line a minus line b	▶	c	14,032,607.

d Amounts included on line 17, Form 990 but not on line a:

(1)	Investment expenses not included on line 6b, Form 990	\$		
(2)	Other (specify):	\$	10,800.	
	STMT 14	\$	10,800.	
	Add amounts on lines (1) and (2)	▶	d	10,800.
e	Total expenses per line 17, Form 990 (line c plus line d)	▶	e	14,043,407.

**Part V** List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
STEVEN F. ELSON 1722 SOUTH LEWIS ROAD CAMARILLO, CA 93012	EXECUTIVE DIRECTOR	155,589.	34,608.	0.
FELICE GINSBERG 1722 SOUTH LEWIS ROAD CAMARILLO, CA 93012	CFO	89,414.	13,993.	0.
CHARLES COHEN 1722 SOUTH LEWIS ROAD CAMARILLO, CA 93012	PRESIDENT	0.	0.	0.
STACEY ROSCOE 1722 SOUTH LEWIS ROAD CAMARILLO, CA 93012	VICE PRESIDENT	0.	0.	0.
STEVEN HAFEN 1722 SOUTH LEWIS ROAD CAMARILLO, CA 93012	TREASURER	0.	0.	0.
SHEILA RAKESTRAW 1722 SOUTH LEWIS ROAD CAMARILLO, CA 93012	SECRETARY	0.	0.	0.
SEE STATEMENT C FOR BOARD MEMBERS AND ADVISORY BOARD		0.	0.	0.
SEE STATEMENT D FOR BOARD MEMBERS' BENEFIT		0.	0.	0.

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than \$100,000 from your organization and all related organizations, of which more than \$10,000 was provided by the related organizations? If "Yes," attach schedule.  Yes  No

THE YOUTH CONNECTION OF VENTURA  
DBA CASA PACIFICA

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Part VI Other Information

76 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity

76 Yes No X X

77 Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes

77 X

78 a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?

78a X

b If "Yes," has it filed a tax return on Form 990-T for this year?

78b N/A

79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement

79 X

80 a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?

80a X

b If "Yes," enter the name of the organization

81 a Enter direct or indirect political expenditures. See line 81 instructions and check whether it is  exempt or  nonexempt

81a 0.

b Did the organization file Form 1120-POL for this year?

81b X

82 a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?

82a X

b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III)

82b 10,000.

83 a Did the organization comply with the public inspection requirements for returns and exemption applications?

83a X

b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?

83b X

84 a Did the organization solicit any contributions or gifts that were not tax deductible?

84a X

b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?

84b N/A

85 501(c)(4), (5), or (6) organizations: a Were substantially all dues nondeductible by members?

85a N/A

b Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h unless the organization received a waiver for proxy tax owed for the prior year.

85b N/A

c Dues, assessments, and similar amounts from members

85c N/A

d Section 162(e) lobbying and political expenditures

85d N/A

e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices

85e N/A

f Taxable amount of lobbying and political expenditures (line 85d less 85e)

85f N/A

g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?

85g N/A

h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?

85h N/A

86 501(c)(7) organizations: Enter: a Initiation fees and capital contributions included on line 12

86a N/A

b Gross receipts, included on line 12, for public use of club facilities

86b N/A

87 501(c)(12) organizations: Enter: a Gross income from members or shareholders

87a N/A

b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them)

87b N/A

88 At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX

88 X

89 a 501(c)(3) organizations: Enter: Amount of tax imposed on the organization during the year under: section 4911 0.; section 4912 0.; section 4955 0.

89b 0.

b 501(c)(3) and 501(c)(4) organizations: Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction

89b X

c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958

0.

d Enter: Amount of tax on line 89c, above, reimbursed by the organization

0.

90 a List the states with which a copy of this return is filed CALIFORNIA 230

91 The books are in care of FELICE GINSBERG Telephone no (805) 445-7800 ZIP + 4 93012

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the tax year. N/A

423041 01-13-05 2004.06000 THE YOUTH CONNECTION OF VEN 4337 1 Form 990 (2004)

**Part VII Analysis of Income-Producing Activities** (See page 33 of the instructions.)

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a					
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					12,546,163.
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	33,447.	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property			16	10,800.	
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	1,487.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue:					
a MISCELLANEOUS INCOME			01	10,330.	
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0.		56,064.	12,546,163.
105 Total (add line 104, columns (B), (D), and (E))					12,602,227.

Note: Line 105 plus line 104, Part I, should equal the amount on line 12, Part I.

**Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes** (See page 34 of the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93G	GOVERNMENT CONTRACTS ARE EXCLUSIVELY UTILIZED IN PURSUANCE OF THE ORGANIZATION'S PRIMARY EXEMPT PURPOSES AS DESCRIBED IN PART III, ATTACHMENT A.

**Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities** (See page 34 of the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			

**Part X Information Regarding Transfers Associated with Personal Benefit Contracts** (See page 34 of the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

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

Signature of officer: *FELIXE GILBERT* Date: *NOV 9 2005* Type or print name and title: *FELIXE GILBERT CFO*

Preparer's signature: *[Signature]* Date: *NOV 9 2005* Check if self-employed:  Preparer's SSN or PTIN: *EN*

Firm's name (or yours if self-employed): **GREEN HANSSON & JANKS LLP**  
 address and ZIP + 4: **10990 WILSHIRE BLVD., 16TH FLOOR  
LOS ANGELES, CA 90024-3929**

Phone no. **(310) 873-1600**

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

**Organization Exempt Under Section 501(c)(3)**

OMB No. 1545-0047

(Except Private Foundation) and Section 501(e), 501(f), 501(k),  
501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

**2004**

**Supplementary Information-(See separate instructions.)**

▶ MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

Department of the Treasury  
Internal Revenue Service

Name of the organization **THE YOUTH CONNECTION OF VENTURA**

Employer identification number

DBA **CASA PACIFICA**

**77: 0195022**

**Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**

(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
<b>MYRA SALTOUN-MORAN</b>	CLINICAL DIR	119,446.	14,666.	
1722 S LEWIS RD,CAMARILLO,CA 93012	40	119,446.	14,666.	
<b>LESLIE SINGER</b>	ASST. CL. DIR	85,494.	11,092.	
1722 S LEWIS RD,CAMARILLO,CA 93012	40	85,494.	11,092.	
<b>PEGGY WOODALL</b>	EDUCATION DIR	94,700.	8,028.	
1722 S LEWIS RD,CAMARILLO,CA 93012	40	94,700.	8,028.	
<b>PAM FISHER</b>	PSYCHOLOGIST	84,185.	4,321.	
1722 S LEWIS RD,CAMARILLO,CA 93012	40	84,185.	4,321.	
<b>VICKI MURPHY</b>	FUND DEV DIR	84,849.	12,405.	1,050.
1722 S LEWIS RD,CAMARILLO,CA 93012	40	84,849.	12,405.	1,050.
Total number of other employees paid over \$50,000	19			

**Part II**

**Compensation of the Five Highest Paid Independent Contractors for Professional Services**

(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
<b>UNITED PARENTS</b>		
5151 VERDUGO WAY, SUITE 204, CAMARILLO, CA 93010	SERVICE TO WRAP AROUND PROGRAM	100,559.
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-----		
-----		

Total number of others receiving over \$50,000 for professional services	0
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THE YOUTH CONNECTION OF VENTURA  
DBA CASA PACIFICA

**Part III** Statements About Activities (See page 2 of the instructions)

	Yes	No
1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities <b>▶</b> \$ _____ \$ _____ (Must equal amounts on line 38, Part VI-A, or line f of Part VI-B)		X
Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes," must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.		
2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a Sale, exchange, or leasing of property?		
b Lending of money or other extension of credit?		X
c Furnishing of goods, services, or facilities?		X
d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? SEE PART V, FORM 990		X
e Transfer of any part of its income or assets?		X
3 a Do you make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments.) SEE STATEMENT 15	3a	X
b Do you have a section 403(b) annuity plan for your employees?	3b	X
4 a Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?	4a	X
b Do you provide credit counseling, debt management, credit repair, or debt negotiation services?	4b	X

**Part IV** Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions)

The organization is not a private foundation because it is: (Please check only ONE applicable box.)

5 <input type="checkbox"/> A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i)	
6 <input type="checkbox"/> A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)	
7 <input type="checkbox"/> A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii)	
8 <input type="checkbox"/> A Federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v)	
9 <input type="checkbox"/> A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state <b>▶</b>	
10 <input type="checkbox"/> An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the Support Schedule in Part IV-A.)	
11a <input checked="" type="checkbox"/> An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the Support Schedule in Part IV-A.)	
11b <input type="checkbox"/> A community trust. Section 170(b)(1)(A)(vii). (Also complete the Support Schedule in Part IV-A.)	
12 <input type="checkbox"/> An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the Support Schedule in Part IV-A.)	
13 <input type="checkbox"/> An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in: (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3).) Provide the following information about the supported organizations: (See page 5 of the instructions.)	(b) Line number from above
(a) Name(s) of supported organization(s)	

14  An organization organized and operated to test for public safety. Section 509(a)(4). (See page 5 of the instructions.)

THE YOUTH CONNECTION OF VENTURA  
DBA CASA PACIFICA

Schedule A (Form 990 or 990-EZ) 2004 **Part V-A** Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.  
 Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in)	(a) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
15	2,258,072.	5,554,030.	8,497,496.	6,370,440.	22,680,038.
16					
17					
18	8,524,131.	3,933,725.	353,553.	235,301.	13,046,710.
19	12,268.	10,385.	20,672.	51,439.	94,764.
20					
21					
22	4,375.	15,507.	SEE STATEMENT 16	60,009.	15,656.
23	10,798,846.	9,513,647.	8,931,730.	6,672,836.	35,917,059.
24	2,274,715.	5,579,922.	8,578,177.	6,437,535.	22,870,349.
25	107,988.	95,136.	89,317.	66,728.	457,407.
26					
b					
c					
d	18	19			
e	22	26b			
f					
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**Part V Private School Questionnaire** (See page 7 of the instructions )

N/A

**(To be completed ONLY by schools that checked the box on line 6 in Part IV)**

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement )		
32 Does the organization maintain the following: a Records indicating the racial composition of the student body, faculty, and administrative staff? b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis? c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships? d Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement )	32a 32b 32c 32d	
33 Does the organization discriminate by race in any way with respect to: a Students' rights or privileges? b Admissions policies? c Employment of faculty or administrative staff? d Scholarships or other financial assistance? e Educational policies? f Use of facilities? g Athletic programs? h Other extracurricular activities? If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement )	33a 33b 33c 33d 33e 33f 33g 33h	
34 a Does the organization receive any financial aid or assistance from a governmental agency? b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement	34a 34b	
35 Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev. Proc. 75-50, 1975-2-C.B. 587, covering racial nondiscrimination? If "No," attach an explanation	35	

Schedule A (Form 990 or 990-EZ) 2004

**Part VI-A** Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions)

N/A

(To be completed ONLY by an eligible organization that filed Form 5768)

Check  a  if the organization belongs to an affiliated group. Check  b  if you checked "a" and "limited control" provisions apply.

**Limits on Lobbying Expenditures**

(The term "expenditures" means amounts paid or incurred.)

	(a) Affiliated group totals	(b) To be completed for ALL electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	N/A	
37 Total lobbying expenditures to influence a legislative body (direct lobbying)		
38 Total lobbying expenditures (add lines 36 and 37)		
39 Other exempt purpose expenditures		
40 Total exempt purpose expenditures (add lines 38 and 39)		
41 Lobbying nontaxable amount. Enter the amount from the following table - If the amount on line 40 is -		
The lobbying nontaxable amount is -		
Not over \$500,000		
20% of the amount on line 40		
Over \$500,000 but not over \$1,000,000		
\$100,000 plus 15% of the excess over \$500,000		
Over \$1,000,000 but not over \$1,500,000		
\$175,000 plus 10% of the excess over \$1,000,000		
Over \$1,500,000 but not over \$17,000,000		
\$225,000 plus 5% of the excess over \$1,500,000		
Over \$17,000,000		
\$1,000,000		
42 Grassroots nontaxable amount (enter 25% of line 41)	41	
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

**4-Year Averaging Period Under Section 501(f)**

(Some organizations that made a section 501(f) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 11 of the instructions.)

	Lobbying Expenditures During 4-Year Averaging Period					(e) Total
Calendar year (or fiscal year beginning in)	(a) 2004	(b) 2003	(c) 2002	(d) 2001	(e) 2001	(e) Total
45 Lobbying nontaxable amount						0.
46 Lobbying ceiling amount (150% of line 45(e))						0.
47 Total lobbying expenditures						0.
48 Grassroots nontaxable amount						0.
49 Grassroots ceiling amount (150% of line 48(e))						0.
50 Grassroots lobbying expenditures						0.

**Part VI-B** Lobbying Activity by Nontelelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:

	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h.)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h.)			0.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.



**Schedule B**

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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

Supplementary Information for

line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

**2004**

Name of organization

THE YOUTH CONNECTION OF VENTURA  
DBA CASA PACIFICA

Employer identification number

77-0195022

Organization type (check one):

Filers of: Section:

Form 990 or 990-EZ  501(c) 3 (enter number) organization

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

527 political organization

Form 990-PF  501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

General Rule-

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

Special Rules-

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

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

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

**Caution:** Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2004)

Name of organization  
**THE YOUTH CONNECTION OF VENTURA  
 DBA CASA PACIFICA**

Employer identification number

77-0195022

**Part I** Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		\$ 119,714.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2		\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3		\$ 80,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4		\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5		\$ 40,710.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6		\$ 35,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

FOOTNOTES

STATEMENT 1

PROPERTY AND EQUIPMENT AT JUNE 30, 2005 CONSIST OF THE FOLLOWING:

BUILDINGS AND FACILITIES	8,604,051.
EQUIPMENT AND FURNISHINGS	1,906,112.
BUILDING IMPROVEMENTS	1,280,258.
VEHICLES	557,924.
CONSTRUCTION IN PROGRESS	4,074.

TOTAL	12,352,419.
-------	-------------

LESS: ACCUMULATED DEPRECIATION	<4,520,145.>
--------------------------------	--------------

PROPERTY AND EQUIPMENT (NET)	<u>7,832,274.</u>
------------------------------	-------------------

FORM 990 RENTAL INCOME

STATEMENT 2

KIND AND LOCATION OF PROPERTY

ACTIVITY NUMBER GROSS RENTAL INCOME

SUBLEASE OFFICE SPACE

1 10,800.

TOTAL TO FORM 990, PART I, LINE 6A

10,800.

FORM 990	GAIN (LOSS) FROM NON-PUBLICLY TRADED SECURITIES	STATEMENT	3
DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED
GAIN ON INVESTMENT	VARIOUS	VARIOUS	PURCHASED
NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE
	110,110.	108,623.	0.
			NET GAIN OR (LOSS)
			1,487.
TOTAL TO FM 990, PART I, LN 8	110,110.	108,623.	0.
			1,487.

FORM 990	SPECIAL EVENTS AND ACTIVITIES	STATEMENT	4
DESCRIPTION OF EVENT	GROSS RECEIPTS	CONTRIBUT. INCLUDED	GROSS REVENUE
			DIRECT EXPENSES
			NET INCOME
ANGELS BALL	191,517.	64,263.	127,254.
FASHION SHOW	118,788.	39,859.	78,929.
WINE & FOOD	222,099.	74,525.	147,574.
OTHER EVENTS	195,414.	65,572.	129,842.
TO FM 990, PART I, LINE 9	727,818.	244,219.	483,599.
			483,599.

FORM 990	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
DESCRIPTION		AMOUNT	
UNREALIZED LOSS ON INVESTMENTS		40,946.	
TOTAL TO FORM 990, PART I, LINE 20		40,946.	

FORM 990	OTHER EXPENSES				STATEMENT
	(A)	(B)	(C)	(D)	
DESCRIPTION	TOTAL	PROGRAM SERVICES	MANAGEMENT AND GENERAL	FUNDRAISING	
FOOD	399,332.	399,332.	131,494.	12,090.	
OUTSIDE SERVICES	322,478.	178,894.	124,284.	17,019.	
CONSULTANTS	352,513.	211,210.	22,551.	1,611.	
INSURANCE	168,821.	144,659.	23,824.	870.	
STAFF DEVELOPMENT	166,508.	23,824.	141,814.	1,125.	
UTILITIES	124,650.	107,772.	15,753.		
CHILD RELATED	123,763.	123,763.			
PROGRAM EXPENSE	64,284.	64,284.	4,138.	296.	
SMALL EQUIPMENT	58,936.	54,502.	5,422.	2,716.	
LICENSES AND FEES	166,915.	158,777.	35,942.	4,334.	
MISCELLANEOUS	57,947.	17,671.	3,631.	614.	
ADVERTISING	4,245.		1,971.	268.	
DUES/SUBSCRIPTIONS	2,551.	312.	1,000.		
DONATED GOODS	204,023.	203,023.			
TOTAL TO FM 990, LN 43	2,216,966.	1,688,023.	488,000.	40,943.	

FORM 990	SPECIFIC ASSISTANCE TO INDIVIDUALS	STATEMENT
DESCRIPTION	AMOUNT	
SCHOLARSHIP GRANTS TO THREE INDIVIDUALS - SEE STATEMENT E	2,130.	
TOTAL TO FORM 990, PART II, LINE 23	2,130.	

FORM 990	NON-GOVERNMENT SECURITIES				STATEMENT
			OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES	
SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	SECURITIES	
MUTUAL FUNDS	FMV	121,502.			121,502.
TO FORM 990, LINE 54, COL B		121,502.			121,502.

FORM 990

GOVERNMENT SECURITIES

STATEMENT 9

DESCRIPTION	COST/FMV	U.S. GOVERNMENT	STATE AND LOCAL GOV'T	TOTAL GOV'T SECURITIES
GOVERNMENT SECURITIES	FMV	494,842.		494,842.
TOTAL TO FORM 990, LINE 54, COL B		494,842.		494,842.

FORM 990 OTHER NOTES AND LOANS PAYABLE STATEMENT 10

LENDER'S NAME TERMS OF REPAYMENT  
 VENTURA TOYOTA 780

DATE OF MATURITY ORIGINAL INTEREST  
 NOTE DATE LOAN AMOUNT RATE  
 06/29/02 05/29/06 33,311. 5.85%

SECURITY PROVIDED BY BORROWER PURPOSE OF LOAN  
 SEQUOIA SUV PURCHASE AUTO

RELATIONSHIP OF LENDER  
 UNRELATED

DESCRIPTION OF CONSIDERATION FMV OF  
 SEQUOIA CONSIDERATION BALANCE DUE  
 0. 11,211.

LENDER'S NAME TERMS OF REPAYMENT  
 MIDSTATEBANK MONTHLY

DATE OF MATURITY ORIGINAL INTEREST  
 NOTE DATE LOAN AMOUNT RATE  
 07/01/03 02/15/06 125,000. 6.25%

SECURITY PROVIDED BY BORROWER PURPOSE OF LOAN  
 UNSECURED LINE OF CREDIT

RELATIONSHIP OF LENDER  
 UNRELATED

DESCRIPTION OF CONSIDERATION FMV OF  
 CONSIDERATION BALANCE DUE  
 0. 75,000.

TOTAL INCLUDED ON FORM 990, PART IV, LINE 64, COLUMN B 86,211.

FORM 990	OTHER LIABILITIES	STATEMENT	11
DESCRIPTION		AMOUNT	
	MODULAR BUILDINGS UNDER A CAPITAL LEASE		70,838.
	ACCRUED UNEMPLOYMENT LIABILITY		70,000.
	RESERVES FOR CONTRACTS		314,323.
	OTHER ACCRUED LIABILITIES		184,313.
TOTAL TO FORM 990, PART IV, LINE 65, COLUMN B			639,474.

FORM 990	OTHER SECURITIES	STATEMENT	12
SECURITY DESCRIPTION		OTHER SECURITIES	
		COST/FMV	
	MONEY FUNDS	FMV	6,940.
	POOLED INVESTMENTS	FMV	120,860.
	SECURITIES	FMV	45,788.
TO FORM 990, LINE 54, COL B			173,588.

FORM 990	OTHER REVENUE INCLUDED ON FORM 990	STATEMENT	13
DESCRIPTION		AMOUNT	
	SUBLEASE OFFICE SPACE		10,800.
TOTAL TO FORM 990, PART IV-A			10,800.

FORM 990	OTHER EXPENSES INCLUDED ON FORM 990	STATEMENT	14
DESCRIPTION		AMOUNT	
	SUBLEASE OFFICE SPACE		10,800.
TOTAL TO FORM 990, PART IV-B			10,800.

SCHEDULE A EXPLANATION OF QUALIFICATIONS TO RECEIVE PAYMENTS STATEMENT 15  
PART III, LINE 3

SEE STATEMENT B

SCHEDULE A	OTHER INCOME	STATEMENT	16	
DESCRIPTION	2003 AMOUNT	2002 AMOUNT	2001 AMOUNT	2000 AMOUNT
MISCELLANEOUS INCOME	4,375.	15,507.	60,009.	15,656.
TOTAL TO SCHEDULE A, LINE 22	4,375.	15,507.	60,009.	15,656.

The Youth Connection of Ventura  
DBA Casa Pacifica  
EIN: 77-0195022  
For the year ended June 30, 2005  
2004 Form 990, Part III

The Youth Connection of Ventura County dba Casa Pacifica (Casa Pacifica) was incorporated on February 25, 1988 and began operations in July 1994 after allowing several years for the initial construction of its facilities.

Casa Pacifica is a multi-service agency dedicated to providing help and hope to abused, neglected and at-risk children and youth and their families. Located in Camarillo, California four miles from the Pacific Ocean, the 23-acre main campus offers bed-based services including a 45-bed emergency shelter care program for children from birth through age 17 and a 28-bed residential treatment program for children ages 12 through 17. In addition, Casa Pacifica currently maintains offices in the three sites spread across Ventura and Santa Barbara Counties, supporting the delivery of community based, in-home services throughout the California Central Coast. Casa Pacifica serves more than 400 children and their families annually, 24 hours a day, 365 days a year.

Casa Pacifica receives funding from county and state agencies with portions of its funding from the federal government. Casa Pacifica also receives funding from private sources.

The Youth Connection of Ventura  
DBA Casa Pacifica  
EIN: 77-0195022  
For the year ended June 30, 2005  
2004 Schedule A, Part III, Line 3

A donor has established a Scholarship Fund for graduates of Casa Pacifica. Grantees must have resided at Casa Pacifica. They submit an application, are interviewed by the scholarship committee and are expected to use the proceeds for either living expenses while attending school or for the actual costs of attending school. The amount of the grant is limited and grantees are required to verify how the grant money is spent by submitting receipts.

The Youth Connection of Ventura  
 DBA Casa Pacifica  
 EIN: 77-0195022

For the year ended June 30, 2005  
 2004 Form 990, Part V

NAME	ADDRESS	TITLE	AVERAGE HOURS PER WEEK	COMPENSATION,	
				BENEFIT & ALLOWANCES	
Yolanda M. Benitez	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Heidi Bradbury	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Michael W. Case	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
John A. Cliff, D.M.D.	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Deborah J. Duclon	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Carole Echt	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Barbara Fitzgerald	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Richard H. Goodrich	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Gary Gorlan	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Steven M. Greenwood, Esq.	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Donald A. Hartmann	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Art Hernandez	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Susan Herrick	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Petra Lowe	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Carole W. Nussbaum, Esq.	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
Richard R. Rush, Ph.D.	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
David E. Wood	1722 S. LEWIS RD., CAMARILLO, CA 93012	Board Member	As needed	0	
John S. Broome, Chair	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Helen M. Caldwell	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Bethna Chandler	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Gary F. Farr	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Richard H. Goodrich	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Honorable Joe Hadden	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Carolyn Huntsinger	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
William J. Kearney	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Dorothy Jue Lee	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Sheldon Malchicoff	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Barbara S. Meister	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Richard M. Norman, Esq.	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
G.S. "Gib" Poiry	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Joseph L. Pritske	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	
Timothy P. Wolfe	1722 S. LEWIS RD., CAMARILLO, CA 93012	Advisory Board	As needed	0	

The Youth Connection of Ventura  
DBA Casa Pacifica  
EIN: 77-0195022  
For the year ended June 30, 2005  
2004 Form 990, Part V

#### **DEFERRED COMPENSATION PLAN**

Casa Pacifica's Board of Directors entered into an agreement to sponsor an Internal Revenue Code Section 457 Deferred Compensation Plan (the Plan) that covers the Executive Director and Chief Financial Officer. The Plan provides for Casa Pacifica to contribute a deferral of salary up to the maximum IRS allowable amount for the Executive Director retroactive to January 1, 2002. The Plan provides for deferral of \$6,000 per year for the Chief Financial Officer, retroactive to January 1, 2004. As of June 30, 2005, \$54,000 has been accrued toward the Plan (See Note 6).

#### **SPLIT DOLLAR INSURANCE PLAN**

Casa Pacifica's Board of Directors entered into a Split Dollar Insurance Agreement with its Executive Director on December 28, 1994. Under the Agreement, the Executive Director purchased a ten year \$202,225 term whole life insurance policy which matures on the earlier of the death of the Executive Director, the insured, or on the anniversary nearest the insured's age 100. Casa Pacifica has been paying quarterly insurance premiums of \$1,750. As of June 30, 2005, total premiums paid by Casa Pacifica are \$73,500 which is included as due from the Executive Director in prepaid expenses and other assets on the accompanying financial statements. The excess cash surrender value on the policy over \$73,500 is the property of the Executive Director.

The Youth Connection of Ventura  
 DBA Casa Pacifica  
 EIN: 77-0195022  
 For the year ended June 30, 2005  
 2004 Form 990, Part II, line 23

<u>NAME</u>	<u>RELATIONSHIP</u>	<u>CLASSIFICATION</u>	<u>AMOUNT</u>
Crystal Avila	Unrelated	As needed	\$ 500
Ashley Chabot	Unrelated	As needed	\$ 630
Paul Prado	Unrelated	As needed	\$ 1,000
		Total	\$ 2,130

# BYLAWS

OF

## THE YOUTH CONNECTION OF VENTURA COUNTY

*dba Casa Pacifica*

a California Nonprofit Public Benefit Corporation

*Revised as of April 6, 2005*

### ARTICLE I

#### Name and Offices

**Section 1. Name.** The name of this corporation is THE YOUTH CONNECTION OF VENTURA COUNTY. The corporation does business as Casa Pacifica. The corporation may utilize and adopt any other fictitious business name, to the extent permitted by California law.

**Section 2. Principal Office.** The principal office of the corporation shall be located at 1722 South Lewis Road, Camarillo, California 93012. The Board of Directors of the corporation is granted full power and authority to change the principal office from one location to another. Any such change shall not be considered an amendment to the Bylaws.

**Section 3. Other Offices.** The corporation may have other offices anywhere it is qualified to do business and as the Board of Directors may from time to time designate.

### ARTICLE II

#### Purpose

The public and charitable purposes of the corporation are to meet the unmet needs of high risk children in Ventura County and other jurisdictions by identifying and developing private sector resources both volunteer and financial which complement the public sector funding. Recognizing the dignity of each individual and the importance of family, the corporation seeks to foster growth and development of abused, neglected and at-risk children and their families. This is accomplished through a broad range of high quality diagnostic, educational, treatment, and research programs and through an active collaboration between the public and private sectors. This corporation is organized for public and charitable purposes and not for the private gain of any person.

## ARTICLE III

### Membership

**Section 1. Members.** The corporation shall have no members. Any action which would otherwise require a vote of the members shall require only a vote of the Board of Directors. All rights which would otherwise vest in the members shall vest in the directors.

**Section 2. Advisory Board.** The directors may, by resolution, appoint persons to a class of "advisory board members" but such reference shall not constitute anyone a member within the meaning of Section 5056 of the California Corporations Code, as amended from time to time (hereinafter "California Corporations Code"). Accordingly, advisory board members shall not have the right or power to vote on any matters reserved to the Board of Directors of the corporation. The function of the Advisory Board shall be as specified by the Board of Directors from time to time.

## ARTICLE IV

### Board of Directors

**Section 1. Number.** The number of directors shall be not less than ten (10) nor more than thirty (30) with the exact number of directors to be fixed by resolution of the Board of Directors. A vote of at least two-thirds (2/3) of the duly elected members of the Board shall be necessary to alter the number of directors.

**Section 2. Duties and Conduct.** A director shall perform the duties of a director in accordance with the law including, without limitation, duties as a member of any committee of the Board of Directors upon which the director may serve, in good faith, in a manner such a director believes to be in the best interest of the corporation, and with such care, including reasonable inquiry, as an ordinarily prudent person in a like position would use under similar circumstances. In performing the duties of a director, a director shall be entitled to rely on information, opinions, reports or statements, including financial statements, and other financial data, presented or prepared by: a) one or more officers or employees of the corporation whom the director believes to be reliable and competent in the matters presented; b) counsel, independent accountants or other persons as to matters which the director believes to be within such person's professional or expert competence; or c) a committee of the board upon which the director does not serve, as to matters within its designated authority, which committee the director believes to merit confidence, so long as, in any such case, the director acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

**Section 3. Powers.** Subject to the limitations of the Articles of Incorporation, as amended, these Bylaws, and the California Nonprofit Public Benefit Corporations Law, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors. The power or authority of the Board of Directors shall

include but is not limited to:

- a. Establish the mission, purpose and scope of the organization;
- b. Establish policies, guidelines, and objectives for the organization;
- c. Adopt, review and approve annual budgets, operating budgets and govern the financial affairs on a responsible and financially sound basis in accordance with law and established policies;
- d. Establish and appoint such committees, subcommittees, and/or affiliated entities, as permitted by law and as the board deems necessary. Prescribe powers, duties, and charters for those committees, subcommittees, and/or affiliated entities, in accordance with established policies and the laws of the State of California;
- e. Select, appoint, and remove officers of the corporation as prescribed by law and established policies;
- f. Hire a Chief Executive Officer (CEO) authorized to act in a manner generally accorded that position; establish goals and objectives for the CEO and periodically evaluate the performance of the CEO;
- g. Enter into cooperative relationships with governmental agencies or other entities when, in the board's judgment, such relationships are desirable;
- h. Exercise any or all the powers accorded to the corporation under law including, without limitation, Section 5140 of the California Corporations Code.

**Section 4. Election and Term of Office.** The term of office for each director shall be three (3) years. With the exception of Executive Officers who may serve longer (Article VI, Section 2), directors may serve for no more than two (2) consecutive terms. In the event a director serves two (2) consecutive terms, that director is required to leave the board for one (1) year before being eligible to be again elected to the board. During the one (1) year absence the director may serve on a committee or advisory board.

**Section 5. Vacancies.** A vacancy shall exist in the event of death, disqualification, resignation, removal of a director, if the authorized number of directors is increased, or for any other reason as set forth in the California Nonprofit Public Benefit Law. A vacancy may be filled at any time after the creation of a vacancy by a vote of the majority of the board. A director elected to fill a vacancy shall hold office until expiration of the term for which the director was elected. A director who has filled a vacancy may be re-elected to the position of director at or after the expiration of the term of the vacancy.

**Section 6. Resignations.** Any director may resign effective upon giving written notice to the Chair or the Secretary of the board. The resignation is effective immediately upon being rendered unless the notice specifies a later time for the effectiveness of such resignation.

**Section 7. *Removal of Directors.*** In addition to any procedure specified in these bylaws for the removal of a member of the Board of Directors, any individual director may be removed as provided in the California Nonprofit Public Benefit Law.

**Section 8. *Compensation.*** Members of the Board of Directors shall serve without compensation except that they shall be allowed to be paid their actual and necessary expenses incurred in the performance of their duties. Directors may not be compensated for rendering services to the corporation in any capacity other than director unless such other compensation meets the requirements of Section 9 of this Article.

**Section 9. *Interested Party Transactions.*** All financial transactions of the corporation shall be handled in a manner which is in the best interest of the corporation and in accordance with federal and state law. Any financial transaction between the corporation and an “interested party” as defined by the California Corporation Code shall be made with full disclosure to the Board of Directors. In all cases of “interested party transactions” the Board of Directors shall act in accordance with the law and in particular, the California Corporations Code Section 5233 which requires, among other things, that: a) the corporation enter into the transaction for its own benefit; b) the transaction is fair and reasonable to the corporation at the time the corporation enters into the transaction; c) the transaction must be approved prior to its consummation by a majority of the directors without counting the vote of the interested director and with knowledge of the material facts concerning the transaction and the director’s interest in the transaction; and d) prior to authorizing or approving the transaction the board considers and in good faith determines after reasonable investigation under the circumstances that the corporation cannot obtain a more advantageous arrangement with reasonable effort under the circumstances.

## ARTICLE V

### Meetings of the Board of Directors

**Section 1. *Place of Meetings.*** Meetings of the board shall be held within or without the State of California which has been designated in the notice of meeting.

**Section 2. *Annual Meeting.*** An annual meeting of the Board of Directors shall be held each year. The board shall hold an annual meeting for the purpose of organization, election of directors and officers, to adopt its annual calendar of board meetings, and for the transaction of any other business as the board deems appropriate. The annual meeting will be held at a time and place as designated by the Board each year.

**Section 3. *Regular Meetings.*** Regular meetings of the board shall be held each month at such time and place fixed from time to time by resolution of the board, in its written notice of meeting to its board members or as may be set when the board adopts its annual calendar of board meetings and activities.

**Section 4. *Special Meetings.*** Special meetings of the board for any purpose or purposes may be

called at any time by the Chair or by any two members of the Executive Committee.

**Section 5. Notice of Meetings.** Regular meetings and annual meetings of the board as to which the time and place have been fixed by resolution of the board may be held without further notice. Special meetings of the board shall be held upon four (4) days' notice by first-class mail or forty-eight (48) hours notice given personally or by telephone, email, telegraph or other similar means of communication. Any such notice shall be addressed or delivered to each director at such director's address as it is shown upon the records of the corporation or as may have been given to the corporation by the director for purposes of notice or, if such address is not shown on such records or is not readily ascertainable, at the place at which the meetings of the directors are regularly held.

**Section 6. Quorum.** Thirty-three percent (33%) of the currently elected directors shall constitute a quorum of the board for the transaction of business. Every act or decision of a majority of the directors constituting the quorum at a meeting shall be the decision of the board unless otherwise required by law or these bylaws. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of directors, if any action taken is approved by at least a majority of the required quorum for such meeting or such greater number as may otherwise be required by law.

**Section 7. Participation in Meetings by Conference Telephone.** Members of the board may participate in a meeting through use of conference telephone or similar communications equipment so long as all members participating in such meeting can communicate with one another.

**Section 8. Waiver of Notice.** Notice of a meeting need not be given to any director who signs a waiver of notice or a written consent of holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such director. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meetings.

**Section 9. Adjournment.** A majority of the directors present, whether or not a quorum is present, may adjourn any meeting of the board to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to absent directors if the time and place is fixed at the meeting adjourned, unless the meeting is adjourned for more than twenty-four (24) hours.

**Section 10. Action Without Meeting.** Any action required or permitted to be taken by the board may be taken without a meeting if all members of the board shall individually or collectively consent in writing to such action. Such consent or consents shall be filed with the minutes of the proceedings of the board and shall have the same force and effect as a unanimous vote of the board.

## ARTICLE VI Officers

**Section 1. Executive Officers.** The Executive Officers of the corporation shall consist of a Chair, Chair-Elect, Secretary, Treasurer, and past-Chair. Each Executive Officer must be a member of the Board of Directors during his/her term of office. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the Chair.

**Section 2. Election and Term of Office.** The Executive Officers shall be elected annually by the Board of Directors at the annual meeting of the organization. Executive Officers shall hold office for a term of one (1) year. An Executive Officer may serve in any particular officer position for a period not to exceed three (3) years. The term of office commences upon election at the annual meeting. Should an Executive Officer cease for any reason to serve in that capacity until the expiration of the term, the unexpired term shall be filled in accordance with these bylaws and the California Corporation Code. After serving in a position as an Executive Officer, that officer remains eligible to hold a different Executive Officer position, again, not to exceed a period of three (3) years. The maximum number of years an individual may hold an Executive Office is six (6) consecutive years. While serving as an Executive Officer, the period that the individual may serve as a director shall be tolled. Therefore, an Executive Officer may serve on the Board of Directors for a maximum period not to exceed twelve (12) years prior to being required to leave the board in accordance with Article IV, Section 4.

**Section 3. Other Officers.** The Board of Directors may appoint such other Officers as the business of the corporation may require, each of whom shall hold office for such period, have such authority, and perform such duties as are provided in these bylaws or as the Board may from time to time determine including without limitation, an Assistant Secretary and an Assistant Treasurer. Such other Officers are not members of the board. Any Officer may be removed, either with or without cause, by the Board at any time. Any removal of an officer shall be without prejudice to the rights, if any, of the Officer under any contract of employment of the Officer.

**Section 4. Vacancies.** Any vacancy in an office because of death, resignation, removal, disqualification or any other cause shall be filled by a vote of the Board of Directors unless the board in its discretion determines that the vacancy shall not be filled or shall remain vacant until the board determines otherwise.

**Section 5. Chair.** The Chair shall have general supervision, direction, oversight, and control of the business affairs and officers of the corporation. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation, these bylaws, or which may be prescribed from time to time by the Board of Directors. The Chair shall, if present, preside at all meetings of the Board of Directors.

**Section 6. Chair-elect.** In the absence or disability of the Chair, the Chair-elect shall perform all the duties of the Chair and, when so acting, shall have all the powers of, and be subject to all the

restrictions upon, the Chair. The Chair-elect shall have such other powers and perform such other duties as from time to time may be prescribed by the Board of Directors.

**Section 7. Secretary.** The Secretary shall keep or cause to be kept, at the principal office or such other place as the board may order, a book of minutes of all meetings of the board and its committees, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at board and committee meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, at the principal office in the State of California, the original or a copy of the corporation's Articles of Incorporation and bylaws, as amended to date, and shall be open and available for inspection at reasonable times. The Secretary shall give, or cause to be given, notice of all meetings of the board and any committees thereof, shall keep the seal of the corporation in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the board or bylaws. In the absence of the Secretary at any meeting, the Chair shall designate a member of the board then present to act in place of the Secretary for the limited purpose of taking the minutes of the meeting.

**Section 8. Treasurer.** The Treasurer of the corporation shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties, assets, liabilities, and business transactions of the corporation. The books of account shall at all reasonable times be open to inspection by any director. The Treasurer shall cause all monies and other valuables held in the name and to the credit of the Corporation to be deposited with such depositories as is designated by the Board of Directors. The Treasurer shall disburse or cause to be disbursed the funds of the Corporation as may be ordered by the Board of Directors and shall render to the members of the Board of Directors, whenever so requested in writing, an account of all of the Treasurer's transactions and of the financial condition of the Corporation and shall have such other powers and responsibilities and perform such other duties as may be prescribed by the Board of Directors.

**Section 9. Past Chair.** The Past Chair shall have such powers and perform such duties as may be prescribed by the Board of Directors.

**Section 10. Assistant Secretary and Assistant Treasurer.** Such officers shall assist in the performance of the duties assigned by the executive officer to whom they are designated as assistant. Unless specifically authorized by the Board of Directors, assistants may not exercise the powers of the Executive Officer to whom they are designated.

## ARTICLE VII

### Committees

**Section 1. Executive Committee.** The Executive Committee shall consist of the Executive Officers set forth in Article VI of these bylaws; members-at-large appointed by the Chair, and the paid administrator of the corporation, if there be any. No action of the Executive Committee

shall be deemed to be the action of the Board of Directors. The Board of Directors may delegate to the Executive Committee from time to time under the direction of the board any of its powers and authority in the management of the business and affairs of the corporation, except with respect to:

- (a) The approval of any action for which the California Nonprofit Public Benefit Corporation Law also requires approval of the members or approval of a majority of all members;
- (b) The filling of vacancies on the board;
- (c) The fixing of compensation, if any, of the directors for serving on the board or on any committee;
- (d) The amendment or repeal of bylaws or the adoption of new bylaws;
- (e) The amendment or repeal of any resolution of the board which by its express terms is not so amendable or repealable;
- (f) The approval of any transaction to which this corporation is a party and in which one or more of the directors has a material financial interest, except as expressly provided in Section 5233(d)(3) of the California Nonprofit Public Benefit Corporation Law.

The board may at any time revoke or modify any or all of the authority so delegated, increase or decrease, but not below two (2), the number of the members of the Executive Committee, and fill vacancies therein from the members of the board. The Executive Committee shall keep regular minutes of its proceedings, cause them to be filed with the corporate records, and report the same to the board from time to time as the board may require.

**Section 2. *Standing Committees.*** The board shall establish standing committees to oversee the following activities of the corporation:

- (a) the financial activities of the corporation;
- (b) the independent financial audit, contract audits, and financial compliance;
- (c) the construction, acquisition, and maintenance of property, buildings and capital assets;
- (d) the policies and practices governing the relationship of the corporation to its employees and volunteers;
- (e) the programs and services provided to clients of the corporation;
- (f) monitoring and providing guidance in responding to public policy initiatives/issues that may affect the operations of the corporation;
- (g) the plans and efforts involved in the development of resources to support and maintain the activities of the corporation;
- (h) the activities involved in public relations and community awareness of the purposes and programs of the corporation;
- (i) risk management issues with regards to the corporation, its assets, resources, and various constituencies including employees and clients; insurance and compliance;
- (j) long range and strategic planning, and
- (k) the recruitment, orientation, and effectiveness of members of the Board of Directors;

These committees shall review activities of the corporation in their area of responsibility and

shall make recommendations to the board regarding policy. However, they shall have no power or authority except as specifically granted by the Board of Directors. The CEO will staff or designate staff responsibilities for each standing committee. The committee charges and charters may change from time to time as deemed appropriate by the Board of Directors.

**Section 3. *Standing Committee Composition and Appointment.*** Each standing committee shall consist of at least two directors selected by the Chair, one of whom shall be designated as the committee's chair. In addition, the Chair may at any time appoint to standing committees individuals who do not serve on the Board of Directors. Such an appointment may be for a period not to exceed three (3) years.

**Section 4. *Other Committees.*** The corporation shall have other committees as may from time to time be designated by resolution of the Board of Directors. The purpose, composition, accountability, and the fixed term, if any, of each committee shall be designated by the board at the time the committee is established. Committees may be granted corporate power and authority under the direction of the board except as noted in Section 1 of this Article.

## ARTICLE VIII General Corporate Matters

**Section 1. *Inspection of Records.*** The minutes, accounting books, and financial records shall be open to inspection by any member of the Board of Directors, upon a written demand delivered either to the Chair or Secretary of the corporation. The inspection may be made in person, or by an agent or an attorney, and a director or his/her agent shall at his or her expense have the right to make copies of such records.

**Section 2. *Required Records.*** The corporation shall keep adequate and correct books and records of account and written minutes of the proceedings of its board and committees of the board. The minutes and other books and records shall be kept either in written form or in any other form capable of being converted into clearly legible paper form including but not limited to, electronic records in a form accessible and commonly accepted as reasonable business practice.

**Section 3. *Negotiation of Contracts.*** Subject to the Board's Policies and Procedures, the CEO, or designee, is authorized to negotiate contracts that advance the mission and purpose of Casa Pacifica. Unless authorized by the board under its Board Policies and Procedures, or otherwise, no officer, board member, agent, servant or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

**Section 4. *Checks and Notes.*** Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the Treasurer and countersigned by the Chair, or signed by two of any other signatories

designated by the board.

**Section 5. Deposits.** All funds of the corporation shall be deposited to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

**Section 6. Gifts.** The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the charitable or public purposes of the corporation as it deems appropriate.

**Section 7. Fiscal Year.** The fiscal year of the corporation shall begin on the first day of July and end on the last day of June in each year.

**Section 8. Construction and Definitions.** Unless the context otherwise requires, the general provisions, rules or construction and definitions contained in the General Provisions of the California Nonprofit Corporation Law shall govern the construction of these bylaws.

**Section 9. Amendments.** These bylaws may be amended, repealed or revised by the approval of the Board of Directors in accordance with these bylaws and the laws of the State of California.

**Section 10. Non partisan activities.** The corporation is dedicated to ensuring that all positions in the organization, including but not limited to officers, directors, employees, consultants, whether compensated or not, are filled without regard to race, creed, religion, national origin, or sexual orientation. The organization is an equal opportunity employer. The Corporation does not unlawfully restrict membership, services, or benefits which include without limitation those conferred on the basis of race, religious creed, color, national origin, ancestry, sex, marital status, disability, political affiliation, age, or sexual orientation.

## ARTICLE IX

### Indemnification

**Section 1. Indemnification.** The corporation may, to the maximum extent permitted by the California Nonprofit Public Benefit Corporation Law, indemnify each of its agents against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact that any such person is or was an agent of the corporation. For purposes of these bylaws including this Article IX, an agent of the corporation (hereinafter "agent") means any person as defined by Section 5238 of the California Corporation, including a director, officer, employee or other agent of the corporation, or a person who is or was serving at the request of the corporation as a director, officer, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust or other enterprise, or was a director, officer, employee or agent of a foreign or domestic corporation which was a predecessor corporation of this corporation or of another enterprise at the request of such

predecessor corporation.

**Section 2. Authorization.** Authorization for indemnification pursuant to Section 1 of this Article IX shall be made by the corporation only if authorized in a specific case, upon a determination that indemnification of the agent is proper in the circumstances because the agent has met the applicable standard of conduct as provided in the California Nonprofit Public Benefit Corporation Law, by (1) a majority vote of a quorum, consisting of directors of the corporation who are not parties to such proceeding or (2) the court in which such proceeding is or was pending.

**Section 3. Advance of Expenses.** Expenses incurred in defending any proceeding or threat of proceeding may be advanced by the corporation prior to the final disposition of such proceeding upon receipt of an undertaking on behalf of the agent to repay such amount unless it shall be determined ultimately that the agent is entitled to be indemnified or without an undertaking if the Board of Directors shall deem it appropriate.

**Section 4. Insurance.** The corporation shall purchase and maintain insurance on behalf of any agent of the corporation against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such whether or not the corporation would have the power to indemnify the agent against such liability; provided, however, the corporation shall have no power to purchase and maintain such insurance to indemnify any agent of the corporation for a prohibited transaction as defined in Section 5233 of the California Nonprofit Public Benefit Corporation Law.

## ARTICLE X

### Dissolution

**Section 1. Corporation Dissolution.** The corporation may be dissolved by approval of a majority of all members of the Board of Directors at an annual meeting or at a special meeting called for this purpose. Unlike other acts or decisions that require a majority of a quorum (33%) of board members, a vote to pass a resolution to dissolve the corporation shall require a majority vote of all members of the Board of Directors.

**Section 2. Dissolution of assets.** Upon dissolution of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under both Internal Revenue Code Section 501(c)(3) and California Revenue and Taxation Code Section 23710 (d). No part of the net assets or net earnings of the corporation shall inure to the benefit of or be paid or distributed to an officer, director, member, employee, or donor of the organization. The corporation may, to the maximum extent permitted by the California Nonprofit Public Benefit Corporation Law, indemnify each of its agents against costs, expenses, judgments, legal and professional fees, fines, and settlements.

## **ARTICLE XI**

### **Emergency Provisions**

During any emergency resulting from an attack on the United States or on locality in which the corporation conducts its activities or customarily holds meetings of its Board, or during any nuclear or atomic disaster, or during the existence of any catastrophe, or other similar emergency condition, as a result of which a quorum of the Board or of the Executive Committee cannot be readily convened for action, a meeting of the Board or of that committee may be called by any officer or director. Notice of a meeting so called need be given only to those directors or members of the committee, as the case may be, as it may be feasible to reach at the time and by the means feasible at the time including, without limitation, publication or radio.