

Form 1023 Checklist

(Revised June 2006)

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.
- Use 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 <input checked="" type="checkbox"/> | No ___ |
| 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 ___ | No <input checked="" type="checkbox"/> |

- 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) Amendment Pg. 1, § 3
 - Location of Dissolution Clause from Part III, line 2b or 2c (Page, Article and Paragraph Number) or by operation of state law Amendment Pg. 3, § 11
- 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

Power of Attorney and Declaration of Representative

OMB No. 1545-0150

For IRS Use Only

Received by:

Name _____

Telephone _____

Function _____

Date / /

▶ Type or print. ▶ See the separate instructions.

Part I Power of Attorney

Caution: Form 2848 will not be honored for any purpose other than representation before the IRS.

1 Taxpayer information. Taxpayer(s) must sign and date this form on page 2, line 9.

Taxpayer name(s) and address William Trippley Youth Development Foundation 22 East 22nd Street Chester, PA 19013-5144	Social security number(s) : : : : : : Daytime telephone number (610) 389-3578	Employer identification number 11 : 3836287 Plan number (if applicable)
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hereby appoint(s) the following representative(s) as attorney(s)-in-fact:

2 Representative(s) must sign and date this form on page 2, Part II.

Name and address A. Duie Latta, Esquire of MacElree Harvey, Ltd. 17 West Miner Street, P.O. Box 660 West Chester, PA 19381-0060	CAF No. None Telephone No. 610-840-0279 Fax No. 610-429-4486 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address James B. Urie, Esquire of MacElree Harvey, Ltd. 17 West Miner Street, P.O. Box 660 West Chester, PA 19381-0060	CAF No. 0301-58884R Telephone No. 610-840-0221 Fax No. 610-429-4486 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address Nikolaos I Tsouros, Esquire of MacElree Harvey, Ltd. 17 West Miner Street, P.O. Box 660 West Chester, PA 19381-0060	CAF No. 2606-17479R Telephone No. 610-840-0272 Fax No. 610-429-4486 Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters:

3 Tax matters

Type of Tax (Income, Employment, Excise, etc.) or Civil Penalty (see the instructions for line 3)	Tax Form Number (1040, 941, 720, etc.)	Year(s) or Period(s) (see the instructions for line 3)
Income	1023	2010, 2011, 2012
Income	990-N	2008, 2009, 2010, 2011, 2012
Income	990-EZ	2008, 2009, 2010, 2011, 2012

4 Specific use not recorded on Centralized Authorization File (CAF). If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for Line 4. **Specific Uses Not Recorded on CAF**

5 Acts authorized. The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative or add additional representatives, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party. See the line 5 instructions for more information.

Exceptions. An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. See **Unenrolled Return Preparer** on page 1 of the instructions. An enrolled actuary may only represent taxpayers to the extent provided in section 10.3(d) of Treasury Department Circular No. 230 (Circular 230). An enrolled retirement plan administrator may only represent taxpayers to the extent provided in section 10.3(e) of Circular 230. See the line 5 instructions for restrictions on tax matters partners. In most cases, the student practitioner's (levels k and l) authority is limited (for example, they may only practice under the supervision of another practitioner).

List any specific additions or deletions to the acts otherwise authorized in this power of attorney: _____

6 Receipt of refund checks. If you want to authorize a representative named on line 2 to receive, **BUT NOT TO ENDORSE OR CASH**, refund checks, initial here _____ and list the name of that representative below.

Name of representative to receive refund check(s) ▶ _____

7 Notices and communications. Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2.


- a If you also want the second representative listed to receive a copy of notices and communications, check this box
- b If you do not want any notices or communications sent to your representative(s), check this box

8 Retention/revocation of prior power(s) of attorney. The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you **do not** want to revoke a prior power of attorney, check here.

YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.

9 Signature of taxpayer(s). If a tax matter concerns a joint return, **both** husband and wife must sign if joint representation is requested, otherwise, see the instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.

▶ IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.

 _____ Signature	10/26/2010 _____ Date	President _____ Title (if applicable)
Neal Regino _____ Print Name	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> _____ PIN Number	William Trippley Youth Development Foundation _____ Print name of taxpayer from line 1 if other than individual

_____ Signature	_____ Date	_____ Title (if applicable)
_____ Print Name	<input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> _____ PIN Number	

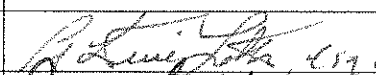

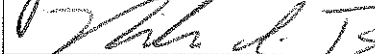
Part II Declaration of Representative

Caution: Students with a special order to represent taxpayers in qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program (levels k and l), see the instructions for Part II.

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Circular 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others;
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:
 - a Attorney—a member in good standing of the bar of the highest court of the jurisdiction shown below.
 - b Certified Public Accountant—duly qualified to practice as a certified public accountant in the jurisdiction shown below.
 - c Enrolled Agent—enrolled as an agent under the requirements of Circular 230.
 - d Officer—a bona fide officer of the taxpayer's organization.
 - e Full-Time Employee—a full-time employee of the taxpayer.
 - f Family Member—a member of the taxpayer's immediate family (for example, spouse, parent, child, brother, or sister).
 - g Enrolled Actuary—enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Internal Revenue Service is limited by section 10.3(d) of Circular 230).
 - h Unenrolled Return Preparer—the authority to practice before the internal Revenue Service is limited by Circular 230, section 10.7(c)(1)(viii). You must have prepared the return in question and the return must be under examination by the IRS. See **Unenrolled Return Preparer** on page 1 of the instructions.
 - k Student Attorney—student who receives permission to practice before the IRS by virtue of their status as a law student under section 10.7(d) of Circular 230.
 - l Student CPA—student who receives permission to practice before the IRS by virtue of their status as a CPA student under section 10.7(d) of Circular 230.
 - r Enrolled Retirement Plan Agent—enrolled as a retirement plan agent under the requirements of Circular 230 (the authority to practice before the Internal Revenue Service is limited by section 10.3(e)).

▶ IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED. See the Part II instructions.

Designation—Insert above letter (a-r)	Jurisdiction (state) or identification	Signature	Date
A	PA		10/26/2010
A	PA		10/26/2010
A	PA		10/26/2010



Department of the Treasury
Internal Revenue Service

Notice 1382

(Rev. September 2009)

Changes for Form 1023:

- Mailing address
- Parts IX, X and XI

Changes for Form 1023, Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code

Change of Mailing Address

The mailing address shown on Form 1023 Checklist, page 28, the first address under the last checkbox; and in the instructions for Form 1023, page 4 under *Where to File*, has been changed to:

Internal Revenue Service
P.O. Box 12192
Covington, KY 41012-0192

Changes for Parts IX and X

Changes to Parts IX and X are necessary to comply with new regulations that eliminated the advance ruling process. Until Form 1023 is revised to reflect this change, please follow the directions on this notice when completing Part IX and Part X of Form 1023. For more information about the elimination of the advance ruling process, visit us at www.irs.gov and click on *Charities & Non-Profits*.

Part IX. Financial Data

The instructions at the top of Part IX on page 9 of Form 1023 are now as follows. For purposes of this schedule, years in existence refer to completed tax years.

1. If in existence less than 5 years, complete the statement 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:
 - a. Three years of financial information if you have not completed one tax year, or
 - b. Four years of financial information if you have completed one tax year.
2. If in existence 5 or more years, complete the schedule for the most recent 5 tax years. You will need to provide a separate statement that includes information about the most recent 5 tax years because the data table in Part IX, has not been updated to provide for a 5th year.

Part X. Public Charity Status

Do not complete line 6a on page 11 of Form 1023, and **do not sign** the form under the heading "Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code."

Only complete line 6b and line 7 on page 11 of Form 1023, if in existence 5 or more tax years.

Part XI. Increase in User Fees.

User fee increases are effective for all applications postmarked after January 3, 2010.

1. \$400 for organizations whose gross receipts do not exceed \$10,000 or less annually over a 4-year period.
2. \$850 for organizations whose gross receipts exceed \$10,000 annually over a 4-year period.

See www.irs.gov web page link on Form 1023, page 12, Part XI, User Fee Information, for the current user fees.

Cyber Assistant, a web-based software program designed to help organizations prepare a complete and accurate Form 1023 application, will become available during 2010. Once the IRS announces the availability of Cyber Assistant, the user fees will change again.

1. \$200 for organizations using Cyber Assistant (regardless of size) to prepare their Form 1023, or
2. \$850 for all other organizations not using Cyber Assistant (regardless of size) to prepare their Form 1023.

IRS will announce when Cyber Assistant is available and the effective date of the user fee change. Sign up for the *Exempt Organization (EO) Update*, EO's subscription newsletter, at www.irs.gov/charities, to automatically receive an alert that Cyber Assistant is available.

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

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)		2 c/o Name (if applicable)	
William Trippley Youth Development Foundation		Neal Regino	
3 Mailing address (Number and street) (see instructions)		Room/Suite	4 Employer Identification Number (EIN)
22 East 22nd Street			11-3836287
City or town, state or country, and ZIP + 4		5 Month the annual accounting period ends (01 - 12)	
Chester, PA 19013-5144		12	
6 Primary contact (officer, director, trustee, or authorized representative)		b Phone: 610-840-0279	
a Name: A. Duie Latta, Esquire of MacElree Harvey, Ltd. (Authorized Rep)		c Fax: (optional) 610-429-4486	
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 checked="" type="checkbox"/> Yes <input 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: www.wtydf.com			
b Organization's email: (optional)			
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
11 Date incorporated if a corporation, or formed, if other than a corporation. (MM/DD/YYYY)		04 / 09 / 2008	
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	

Part II Organizational Structure

You must be a corporation (including a limited liability company), 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): **Amended Articles, Pg 1, Art 3**
- 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. **Amended Articles, Pg. 3 Art. 11**
- 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)
Cathy Wareham	Director	15 Hilltop Road Rose Valley, PA 19086	None
Justin Pines	Director & Vice President	602 Crum Creek road Media, PA 19063	None
Andrew Raudabaugh	Director	33 West Ridley Ave Ridley Park, PA19078	None
Patricia Trippley-Demiranda	Director & Chairman	22 East 23rd St. Chester, PA 19013	None
Neal Regino	Director & President	22 Tasker Avenue Norwood, PA 19074	None

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)
None			

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)
None			

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**? If "Yes," identify the individuals and explain the relationship. Yes No
- 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?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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.	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
f	Do you or will you record in writing both the information on which you relied to base your decision and its source?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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.		
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.	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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.		
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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.		
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.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 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? If "Yes," describe each program that provides goods, services, or funds to individuals. Yes No
- b 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 No
- 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. (See instructions.) **Yes** **No**
- | | |
|---|---|
| <input checked="" type="checkbox"/> mail solicitations | <input 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 checked="" 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 checked="" 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 2010 To 2011	(b) From 2011 To 2012	(c) From 2012 To 2013	(d) From To	
Revenues	1 Gifts, grants, and contributions received (do not include unusual grants)	\$22,000	\$22,000	\$23,000		\$67,000
	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)	0	0	0		0
	7 Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list)	0	1000	1000		\$2000
	8 Total of lines 1 through 7	\$22,000	\$23,000	\$24,000		\$69,000
	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)	0	0	0		0
	10 Total of lines 8 and 9	\$22,000	\$23,000	\$24,000		
	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	\$22,000	\$23,000	\$24,000		\$69,000
Expenses	14 Fundraising expenses	\$7,000	\$8,000	\$10,000		
	15 Contributions, gifts, grants, and similar amounts paid out (attach an itemized list)	\$0	\$0	\$0		
	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	0	0	0		
	19 Interest expense	0	0	0		
	20 Occupancy (rent, utilities, etc.)	0	0	0		
	21 Depreciation and depletion	0	0	0		
	22 Professional fees	\$4000	\$1000	\$1000		
	23 Any expense not otherwise classified, such as program services (attach itemized list)	\$11,000	\$12,000	\$13,000		
	24 Total Expenses Add lines 14 through 23	\$22,000	\$21,000	\$24,000		

Part X Financial Data (Continued)

B. Balance Sheet (for your most recently completed tax year)

Year End:

Assets		(Whole dollars)
1	Cash	\$6,323
2	Accounts receivable, net	0
3	Inventories	0
4	Bonds and notes receivable (attach an itemized list)	0
5	Corporate stocks (attach an itemized list)	0
6	Loans receivable (attach an itemized list)	0
7	Other investments (attach an itemized list)	0
8	Depreciable and depletable assets (attach an itemized list)	0
9	Land	0
10	Other assets (attach an itemized list)	0
11	Total Assets (add lines 1 through 10)	\$6,323
Liabilities		
12	Accounts payable	0
13	Contributions, gifts, grants, etc. payable	0
14	Mortgages and notes payable (attach an itemized list)	0
15	Other liabilities (attach an itemized list)	0
16	Total Liabilities (add lines 12 through 15)	\$0
Fund Balances or Net Assets		
17	Total fund balances or net assets	\$6,323
18	Total Liabilities and Fund Balances or Net Assets (add lines 16 and 17)	\$6,323
19	Have there been any substantial changes in your assets or liabilities since the end of the period shown above? If "Yes," explain. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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. Yes No
If you are unsure, see the instructions.
- 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 or a publicly supported section 501(c)(4), (5), or (6) organization. Complete and attach Schedule D.

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

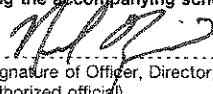
Part XI User Fee Information

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? Yes No
 If "Yes," check the box on line 2 and enclose a user fee payment of \$300 (Subject to change—see above).
 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


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

Neal Regino
 (Type or print name of signer)

10/26/2010
 (Date)

President
 (Type or print title or authority of signer)

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

Schedule E. Organizations Not Filing Form 1023 Within 27 Months of Formation

Schedule E is intended to determine whether you are eligible for tax exemption under section 501(c)(3) from the postmark date of your application or from your date of incorporation or formation, whichever is earlier. If you are not eligible for tax exemption under section 501(c)(3) from your date of incorporation or formation, Schedule E is also intended to determine whether you are eligible for tax exemption under section 501(c)(4) for the period between your date of incorporation or formation and the postmark date of your application.

- 1** Are you a church, association of churches, or integrated auxiliary of a church? If "Yes," complete Schedule A and stop here. Do not complete the remainder of Schedule E. Yes No
-
- 2a** Are you a public charity with annual **gross receipts** that are normally \$5,000 or less? If "Yes," stop here. Answer "No" if you are a private foundation, regardless of your gross receipts. Yes No
- b** If your gross receipts were normally more than \$5,000, are you filing this application within 90 days from the end of the tax year in which your gross receipts were normally more than \$5,000? If "Yes," stop here. Yes No
-
- 3a** Were you included as a subordinate in a group exemption application or letter? If "No," go to line 4. Yes No
- b** If you were included as a subordinate in a group exemption letter, are you filing this application within 27 months from the date you were notified by the organization holding the group exemption letter or the Internal Revenue Service that you cease to be covered by the group exemption letter? If "Yes," stop here. Yes No
- c** If you were included as a subordinate in a timely filed group exemption request that was denied, are you filing this application within 27 months from the postmark date of the Internal Revenue Service final adverse ruling letter? If "Yes," stop here. Yes No
-
- 4** Were you created on or before October 9, 1969? If "Yes," stop here. Do not complete the remainder of this schedule. Yes No
-
- 5** If you answered "No" to lines 1 through 4, we cannot recognize you as tax exempt from your date of formation unless you qualify for an extension of time to apply for exemption. Do you wish to request an extension of time to apply to be recognized as exempt from the date you were formed? If "Yes," attach a statement explaining why you did not file this application within the 27-month period. Do not answer lines 6, 7, or 8. If "No," go to line 6a. Yes No
-
- 6a** If you answered "No" to line 5, you can only be exempt under section 501(c)(3) from the postmark date of this application. Therefore, do you want us to treat this application as a request for tax exemption from the postmark date? If "Yes," you are eligible for an advance ruling. Complete Part X, line 6a. If "No," you will be treated as a private foundation. Yes No
- Note.** Be sure your ruling eligibility agrees with your answer to Part X, line 6.
- b** Do you anticipate significant changes in your sources of support in the future? If "Yes," complete line 7 below. Yes No

Schedule E. Organizations Not Filing Form 1023 Within 27 Months of Formation (Continued)

7 Complete this item only if you answered "Yes" to line 6b. Include projected revenue for the first two full years following the current tax year.

Type of Revenue	Projected revenue for 2 years following current tax year		
	(a) From To	(b) From To	(c) Total
1 Gifts, grants, and contributions received (do not include unusual grants)			
2 Membership fees received			
3 Gross investment income			
4 Net unrelated business income			
5 Taxes levied for your benefit			
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)			
7 Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list)			
8 Total of lines 1 through 7			
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)			
10 Total of lines 8 and 9			
11 Net gain or loss on sale of capital assets (attach an itemized list)			
12 Unusual grants			
13 Total revenue. Add lines 10 through 12			

8 According to your answers, you are only eligible for tax exemption under section 501(c)(3) from the postmark date of your application. However, you may be eligible for tax exemption under section 501(c)(4) from your date of formation to the postmark date of the Form 1023. Tax exemption under section 501(c)(4) allows exemption from federal income tax, but generally not deductibility of contributions under Code section 170. Check the box at right if you want us to treat this as a request for exemption under 501(c)(4) from your date of formation to the postmark date.

▶

Attach a completed Page 1 of Form 1024, Application for Recognition of Exemption Under Section 501(a), to this application.

546101

**PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU**

**Articles of Amendment-Domestic Corporation
(15 Pa.C.S.)**

- Business Corporation (§ 1915)
- Nonprofit Corporation (§ 5915)

Name		
A. Duie Latta, Esquire of MacElree Harvey, Ltd.		
Address		
17 West Miner Street		
City	State	Zip Code
West Chester	PA	19382

Commonwealth of Pennsylvania
ARTICLES OF AMENDMENT-NONPROFIT 7 Page(s)



Fee: \$70

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:
The Will Trippley Youth Development Foundation

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
22 East 22nd Street	Chester	PA	19013	Delaware

(b) Name of Commercial Registered Office Provider _____ County _____
c/o _____

3. The statute by or under which it was incorporated: **PA nonprofit corporation law of 1988 as amended**

4. The date of its incorporation: **04/09/2008**

5. Check, and if appropriate complete, one of the following:

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: _____ at _____
Date Hour

2010 OCT 19 PM 1:35

RECEIVED TIME PA DEPT OF STATE

DSCB:15-1915/5915-2

6. Check one of the following:

- The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).
- The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate, complete one of the following:

- The amendment adopted by the corporation, set forth in full, is as follows

- The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

- The restated Articles of Incorporation supersede the original articles and all amendments thereto.

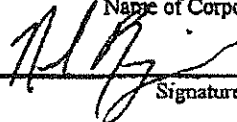
IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

October day of 11

2010

The Will Trippley Youth Development Foundat

Name of Corporation



Signature

Neal Regino, President

Title

580283_1
231167.55739

EXHIBIT "A"

AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE WILL TRIPPLEY YOUTH DEVELOPMENT FOUNDATION

(A Pennsylvania Domestic Nonprofit Corporation)

These Amended and Restated Articles of Incorporation amend and restate, and supercede the Corporation's previous Articles of Incorporation, in their entirety.

In compliance with the requirements of 15 Pa.C.S.A § 5306 (relating to articles of incorporation), the undersigned, desiring to incorporate a nonprofit corporation, hereby states that:

1. Name. The name of the Corporation is: William Trippley Youth Development Foundation.
2. Registered Office. The address, including street and number, if any, of its initial registered office in this Commonwealth, is 22 East 22nd Street, Chester, Pennsylvania 19013. The county of venue is Delaware.
3. Purpose. The Corporation is incorporated and is organized is exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, including, for such purposes, to and for the following purpose or purposes:
 - a. To enrich the lives of youths in the Chester community, including through utilizing the skills soccer teaches about education, life lessons, responsibility, friendship, and teamwork;
 - b. To have and exercise all rights and powers conferred on non-profit corporations under the Pennsylvania Nonprofit Corporation Law of 1988, as is now in effect or may at any time be amended; and
 - c. To do all other lawful acts as necessary or expedient for the administration of the affairs and attainment of purposes of the Corporation, subject to the limitations defined under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as aforesaid and as otherwise stated herein.

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4. No Profit Contemplated. The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise.
5. Non-Profit Corporation Law. The Corporation is incorporated under the Pennsylvania Nonprofit Corporation Law of 1988, as amended.
6. Non-stock basis. The Corporation is organized upon a nonstock basis.
7. Membership. The Corporation shall have no members. The Corporation shall be governed by a Board of Directors that shall be composed of natural persons at least of eighteen (18) years of age. The Board shall be constituted, elected, and shall operate pursuant to the terms and provisions of the Corporation's By-Laws.
8. Term. The term for which the Corporation is to exist is perpetual.
9. Effective Date. These Amended and Restated Articles of Incorporation for the Corporation are to be effective upon filing.
10. Restrictions for Tax-Exemption.
 - a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 3 hereof (entitled 'Purpose').
 - b. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
 - c. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(a)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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11. Dissolution. Upon the dissolution of the Corporation, assets shall be distributed to an organization which is organized for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, or court of similar jurisdiction, of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLES OF INCORPORATION FOR THE WILLIAM TRIPPLEY YOUTH
DEVELOPMENT FOUNDATION: A NOT FOR PROFIT ORGANIZATION

ARTICLES OF INCORPORATION OF THE WILLIAM TRIPPLEY YOUTH
DEVELOPMENT FOUNDATION:

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Pennsylvania, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation, hereinafter referred to as the "Corporation" is the William Trippley Youth Development Foundation.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The Corporation is organized exclusively for charitable, and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private

individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

ARTICLE IV

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

ARTICLE V

The initial street address in the state of Pennsylvania of the initial registered office of the Corporation is P.O. Box 223, Wallingford, PA 19086, and the name of the initial registered agent at such address is Patricia Tripley.

ARTICLE VI

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VII

The initial board of directors shall consist of at least three (3) members, who need not be residents of the state of Pennsylvania.

ARTICLE VIII

The names and addresses of the persons who shall serve as directors until the first annual meeting of members or until their successors shall have been elected and qualified, are as follows:

Patricia Trippley
Founder, Chairperson
22 East 22nd Street
Chester, PA 19013

Neal Regino
President
22 Tasker Avenue
Norwood, PA 19074

David Pines
Treasurer
602 Crum Creek Road
Media, PA 19063

Ann Rapoport
Secretary
14 Springton Drive
Media, PA 19063

ARTICLE IX

The names and addresses of the initial incorporators are as follows:

Patricia Trippley
Founder, Chairperson
22 East 22nd Street
Chester, PA 19013

Neal Regino
President
22 Tasker Avenue
Norwood, PA 19074

David Pines
Treasurer
602 Crum Creek Road
Media, PA 19063

Ann Rapoport
Secretary

14 Springton Drive
Media, PA 19063

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at Sutton Road, Folsom, PA 19033 on 3/10/2008.

Patricia Trippley

Neal Regino

David Pines

STATE OF PENNSYLVANIA
COUNTY OF DELEWARE

**AMENDED AND RESTATED BYLAWS
OF
WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION**
a Pennsylvania Nonprofit Corporation
(*Non-Membership*)

Adopted: October 11, 2010

BACKGROUND

WHEREAS, on or about the date of its incorporation, the parties adopted Bylaws by which it was governed (the "Original Bylaws");

WHEREAS, the Corporation has amended and restated its Articles of Incorporation in their entirety to, among other things, change to name of the Corporation from The Will Trippley Youth Development Foundation to William Trippley Youth Development Foundation, and also desires to amend and restate the Original Bylaws in their entirety;

NOW, THEREFORE, the Corporation hereby adopts the following Amended and Restated Bylaws ("Bylaws") in substitution for, and as a complete amendment and restatement of, the Original Bylaws. These Amended and Restated Bylaws shall replace and supersede the Original Bylaws in their entirety.

ARTICLE I - PURPOSES

1.1 *Purposes.* The purposes of the Corporation are as set forth in its Articles of Incorporation pursuant to the Pennsylvania Nonprofit Law of 1988 (the "Act"). In pursuing such purposes, the Corporation shall not act so as to impair its eligibility for exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE II - OFFICES

2.1 *Registered Office.* The registered office of the Corporation shall be 22 East 22nd Street, Chester, Pennsylvania, or such other location in Pennsylvania as the Board may from time to time determine.

2.2 *Other Offices.* The Corporation may also have offices at such other places as the Board may select and the business of the Corporation may require.

ARTICLE III - MEMBERS

3.1 *Membership.* The Corporation shall have no members.

3.2 *Honorary Titles.* The Directors may create such classes of "membership," such as contributing members or honorary members, as the Directors see fit, but such persons shall not have the rights of members under the Act.

ARTICLE IV - BOARD OF DIRECTORS

4.1 *Powers.* The Directors shall have all powers and duties for the conduct of the activities of the Corporation, except as otherwise required by statute, these Bylaws or a resolution duly adopted by the Board.

4.2 *Qualifications of Directors.* Each Director shall be a natural person of full age, who need not be a resident of Pennsylvania.

4.3 *Number, Election and Term of Directors.* The Board of Directors shall consist of not less than three (3) nor more than nine (9) persons, as established by the Board. Directors shall be chosen annually by the Directors at the annual meeting of the Directors and shall serve for terms of two (2) years and until their successors are elected and qualified. Directors may be elected for consecutive terms.

4.4 *Removal of Directors.* Any Director may be removed from office, without the assignment of any cause, by a vote of a majority of all other Directors at a regular or special meeting of the Board, provided that written notice of the intention to consider removal of a Director has been included in the notice of the meeting. No Director shall be removed without having the opportunity to be heard at such meeting, but no formal hearing procedure need be followed.

4.5 *Quorum.* A majority of the members of the Board of Directors, present at any duly convened meeting, shall constitute a quorum of the Board for the transaction of business at any meeting. The acts of a majority of the Board present at a meeting at which a quorum is present shall be the acts of the Board of Directors, unless a greater number is required by the Act or these Bylaws.

4.6 *Unanimous Consent of Directors in Lieu of Meeting.* Any action which may be taken at a meeting of the Board may be taken without a meeting, if a consent or consents in writing setting forth the action so taken shall be signed by all of the Directors in office and shall be filed with the Secretary of the Corporation.

4.7 *Voting Rights.* Every Director shall be entitled to one (1) vote.

4.8 *Annual Meeting.* The annual meeting of the Board shall be held on November 15th of each year at the registered offices of the Corporation, or upon five (5) days' notice at such other time and place as the Directors shall determine.

4.9. *Regular Meetings.* Regular meetings of the Directors shall be held as determined by the Board.

4.10 *Special Meetings.* Special meetings of the Board may be called by the President or by at least one-third of the members of the Board at any time. At least five (5) days' written notice stating the time, place and purpose of any special meeting shall be given to the members of the Board. It shall be the duty of the Secretary to fix the time of the meeting, which shall be held not more than sixty (60) days after the receipt of the request. If the Secretary shall neglect or refuse to fix the time of the meeting, the person or persons calling the meeting may do so, provided that the place of the meeting shall be within the Standard Metropolitan Statistical Area of the principal office of the Corporation.

4.11 *Adjourned Meetings.* When a meeting is adjourned, it shall not be necessary to give any notice of the adjourned meeting or of the business to be transacted at an adjourned meeting, other than by announcement at the meeting at which such adjournment is taken.

4.12 *Teleconference Meetings.* One or more Directors may participate in a meeting of the Board or any committee thereof by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other.

4.13 *Compensation.* The Directors may receive reasonable compensation as fixed by time to time by the Board, and may be reimbursed for reasonable expenses incurred in the performance of their duties if such expenses have been approved by the Board.

ARTICLE V - COMMITTEES

5.1 *Establishment.* The Board may, by resolution adopted by a majority of the Directors, establish one or more committees to consist of one or more Directors of the Corporation. Any such committee, to the extent provided in the resolution of the Board, shall have and may exercise all of the powers and authority of the Board, except that no committee shall have any power or authority as to the following:

- (a) The filling of vacancies on the Board.
- (b) The adoption, amendment or repeal of the Bylaws.
- (c) The amendment or repeal of any resolution of the Board.
- (d) Action on matters committed by these Bylaws or by resolution of the Board to another committee of the Board.
- (e) Execution of any contracts without first obtaining Board approval.

5.2 *Appointment.* Unless otherwise determined by the Board or set forth in these Bylaws, the President shall appoint members of all committees.

5.3 *Advisory Board.* The Board may create and appoint members to an Advisory Board which shall have such rights and privileges as determined by the Board. Qualifications for membership on an Advisory Board shall be determined by the Board.

ARTICLE VI - OFFICERS

6.1 *Position and Qualifications of Officers.* The officers of the Corporation shall include a President, a Vice President, a Secretary and a Treasurer and such other officers whose positions shall be created from time to time by the Board. The officers shall be natural persons of full age. The President shall be elected from among the Directors; however, all other officers need not be Directors of the Corporation. A person may hold more than one office to the extent permitted by the Act and other applicable law.

6.2 *Election and Term of Office.* Officers shall be elected by the Board at the annual meeting of the Board and shall serve for a term of two (2) years and until their successors are elected and qualified. Officers may be elected for consecutive terms.

6.3 *Duties.* The duties of the officers shall include the following:

(a) The President shall be the Chief Executive Officer of the Corporation; shall preside at all meetings of the Directors; shall have general and active management of the business of the Corporation; shall see that all orders and resolutions of the Board are carried into effect subject to the right of the Board to delegate any specific powers as allowed by law; and shall execute bonds, mortgages and other contracts requiring a seal, under the seal of the Corporation, and when authorized by the Board, affix the seal to any instrument requiring the same, and the seal when so affixed shall be attested by the signature of the Secretary or the Treasurer. The President shall appoint members of all committees which are created by the Board or these Bylaws.

(b) The Vice President shall be the second in command of the Corporation and shall perform all of the duties of President whenever the President is unable to do so. In addition, the Vice President shall perform such other duties as may be prescribed by the Board or by the President.

(c) The Secretary or an Assistant Secretary shall attend all meetings of the Board, shall act as clerk thereof, and shall record all of the votes of the Directors and the minutes of the meetings of the Board and of committees of the Board and a book or books to be kept for that purpose; shall give or cause to be given notice of all meetings to the Directors; and shall perform such other duties as may be prescribed by the Board or by the President. The Secretary shall keep custody of the corporate seal and, when authorized, shall affix the seal to any instrument requiring it and shall attest to the signature of the President.

(e) The Treasurer shall keep full and accurate accounts of receipts and disbursements of the Corporation; shall collect all funds due the Corporation and disburse funds as required to meet the obligations of the Corporation; shall keep the funds of the Corporation in a separate account to the credit of the Corporation, unless the Board provides otherwise; shall render to the President and the Board, as requested by them but not less than once a year, regular accountings of all transactions and of the financial condition of the Corporation.

6.4 *Removal of Officers.* Any officer or agent may be removed by the Board whenever in its judgment the best interests of the Corporation will be served thereby, but such removal shall be without prejudice to any contract rights of any person so removed.

6.5 *Compensation.* The officers elected by the Board may be given such compensation as fixed from time to time by the Board or by such officer as may be designated by resolution of the Board. Salaries or other compensation of any officers, employees or other agents may be fixed from time to time by the officer or committee to which the power to elect such officers or to retain or appoint such employees or other agents has been delegated pursuant to these Bylaws. No officer shall be prevented from receiving such salary or other compensation by reason of the fact that he or she is also a Director of the Corporation.

ARTICLE VII - VACANCIES

7.1 *Resignations.* Any Director or officer may resign such position at any time, such resignation to be made in writing and to take effect from the time of its receipt

by the Corporation, unless some later time may be fixed in the resignation, and then from that date. The acceptance of the resignation by the Board shall not be required to make it effective.

7.2 *Filling Vacancies.*

(a) If the position of any Director becomes vacant, by an increase in the number of Directors, or by reason of death, resignation, disqualification or otherwise, the remaining Directors by affirmative vote of a majority of all Directors in office may choose a person or persons who shall hold office for the unexpired term.

(b) If the position of any officer becomes vacant, by an increase in the number of officers, or by reason of death, resignation, disqualification or otherwise, the Directors may choose a successor or successors who shall hold office for the unexpired term.

ARTICLE XIII - MEETINGS AND NOTICE

8.1 *Place of Meetings.* Meetings may be held at such place within or without Pennsylvania as the Board may from time to time determine, or as may be designated in the notice of the meeting.

8.2 *Notice.* Whenever written notice is required to be given to any person, it may be given to such person (a) personally, (b) by sending a copy thereof by first class or express mail, postage prepaid, (c) by telegram (with messenger service specified), (d) by electronic mail, (e) courier service, charges prepaid, (f) telex or TWX (with answer back received) or (g) by facsimile or email transmission, to that person's address, email address, or telex, TWX or facsimile number appearing on the books of the Corporation or supplied to the Corporation for the purpose of notice by such person. If the notice is sent by first class mail, telegram or courier service, it shall be deemed to have been given to the person entitled thereto when deposited in the United States mail or deposited with a telegram officer or courier service for delivery to such person. Notices sent by electronic mail, telex, TWX or facsimile transmission shall be deemed to have been given to such person when dispatched. Such notice shall specify the place, day and hour of the meeting and any other information which may be required by the Act or these Bylaws, and in the case of a special meeting or where otherwise required, the nature of the business to be transacted.

8.3 *Waiver of Notice.* Any required notice may be waived by the written consent of the person entitled to such notice either before or after the time for giving of notice, and attendance of a person at any meeting shall constitute a waiver of notice of such meeting, except where a person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

ARTICLE IX - LIABILITY AND INDEMNIFICATION

9.1 *Limitation of Personal Liability.* A Director shall not be personally liable for monetary damages as Director for any action taken, or any failure to take any action, unless:

(a) the Director has breached or failed to perform the duties of Director in accordance with the standard of conduct set forth in Section 9.2 below or as may otherwise be contained in Section 5712 of the Act and any amendments and successor acts thereto; and

(b) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness;

Provided, however, the foregoing provision shall not apply to:

(a) the responsibility or liability of a Director pursuant to any criminal statute, or

(b) the liability of a Director for the payment of taxes pursuant to local, state or federal law.

9.2 *Standard of Care and Justifiable Reliance.*

(a) *Directors.* A Director of the Corporation shall stand in a fiduciary relationship to the Corporation, and shall perform his or her duties as a Director, including his or her duties as a member of any committee of the Board upon which he or she may serve, in good faith, in a manner he or she reasonably believes to be in the best interests of the Corporation, and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. In performing his or her duties, a Director shall be entitled to rely in good faith on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by any of the following:

(i) One (1) or more Officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent in the matters presented;

(ii) Counsel, public accountants or other persons as to matters which the Director reasonably believes to be within the personal or expert competence of such person;

(iii) A committee of the Board upon which he or she does not serve, duly designated in accordance with the law, as to matters within its designated authority, which committee the Director reasonably believes to merit confidence.

(b) *Effect of Actual Knowledge.* A Director shall not be considered to be acting in good faith if he or she has knowledge concerning the matter in question that would cause his or her reliance to be unwarranted.

(i) In discharging the duties of their respective positions the Board, committees of the Board and individual Directors may, in considering the best interests of the Corporation, consider the effects of any actions upon employees, upon persons with whom the Corporation has business and other relations and upon communities which the offices or other establishments of or related to the Corporation are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of Subsection (a) of this Section.

(ii) Absent breach of fiduciary duty, lack of good faith or self-dealing, actions taken as a Director or any failure to take any action shall be presumed to be in the best interests of the Corporation.

(c) *Officers.* Except as otherwise provided in these Bylaws, an officer shall perform his/her duties as an officer in good faith, in a manner he/she reasonably believes to be in the best interests of the Corporation and with such care, including reasonable inquiry, skill and diligence, as a person of ordinary prudence would use under similar circumstances. A person who so performs his/her duties shall not be liable by reason of having been an officer of the Corporation.

9.3 *Indemnification and Third Party Proceedings.* The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation) by reason of the fact that he or she is or was a representative of the Corporation, or is or was serving at the request of the Corporation as a representative of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of *nolo contendere* or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner in which he or she reasonably believe to be in, or not opposed to, the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

9.4 *Indemnification and Derivative Actions.* The Corporation shall indemnify any Director, Officer, employee, or other representative of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that he or she is or was a representative of the Corporation, or is or was serving at the request of the Corporation as a representative of another corporation, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees), actually and reasonably incurred in connection with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudicated to be liable for negligence or misconduct in the performance of his or her duty to the Corporation unless and only to the extent that the Court of Common Pleas of Delaware County or the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all of the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the Court shall deem proper.

9.5 *Mandatory Indemnification.* Notwithstanding any contrary provision of the Articles or these By-Laws, to the extent that a representative of the Corporation has

been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in either Section 9.3 or 9.4 above, he or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection therewith.

9.6 *Determination of Entitlement to Indemnification.* Unless ordered by a court, any indemnification under Section 9.3 or 9.4 above shall be made by the Corporation only as authorized in the specific case upon determination that indemnification of the representative is proper in the circumstances because he or she has met the applicable standard of conduct set forth in such Section. Such determination shall be made:

(a) by the Board by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding; or

(b) if such a quorum is not obtainable, or, even if obtainable, a majority vote of a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion.

9.7 *Advancing Expenses.* Expenses incurred by a person entitled to indemnification pursuant to this Section in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Board in a specific case upon receipt of an undertaking by or on behalf of the representative to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized herein.

9.8 *Indemnification of Former Representative.* Each such indemnity may continue as to a person who has ceased to be a representative of the Corporation and may inure to the benefit of the heirs, executors and administrators of such person.

9.9 *Insurance.* The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against such person and incurred by such person in any capacity or arising out of such person's status as such, whether or not the Corporation would otherwise have the power to indemnify such person against such liability.

9.10 *Reliance on Provisions.* Each person who shall act as an authorized representative of the Corporation shall be deemed to be doing so in reliance upon the right of indemnification provided by this Article.

9.11 *Other Rights.* This Article shall not be exclusive of any other right which the Corporation may have to indemnify any person as a matter of law.

ARTICLE X - AMENDMENTS

10.1 *Articles of Incorporation.* The Articles of Incorporation of the Corporation and the Bylaws may be amended by an affirmative vote of a majority of all Directors

present at any duly convened annual, regular or special meeting of the Directors after notice of such purpose has been given, including a copy of the proposed amendment or summary of the changes to be effected thereby.

ARTICLE XI - MISCELLANEOUS

11.1 *Fiscal Year.* The fiscal year of the Corporation shall be the calendar year.

11.2 *Annual Report.* The Board of Directors shall adopt an annual report coinciding with the Corporation's fiscal year, prepared by the President and verified by the Treasurer or by a majority of the Directors, showing in appropriate detail the following:

(a) The assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year immediately preceding the date of the report.

(b) The principal changes in assets and liabilities including trust funds, during the year immediately preceding the date of the report.

(c) The revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes, for the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the Corporation.

(d) The expenses or disbursements of the Corporation, for both general and restricted purposes, during the year immediately preceding the date of the report, including separate data with respect to each trust fund held by or for the Corporation.

(e) Such other matters as may be relevant or required by the Act.

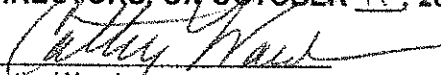
The annual report of the Board of Directors shall be filed with the minutes of the meetings of the Directors, and shall be sent to all members of the Board of Directors of the Corporation prior to the annual meeting.


11.3 *Headings.* In interpreting these Bylaws, the headings of the various sections shall not be controlling.

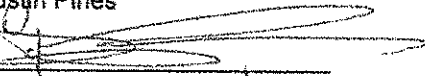
11.4 *Subventions.* The Corporation shall be authorized, by resolution of the Directors, to accept subventions on terms and conditions not inconsistent with the Act and to issue certificates therefor.

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ADOPTED BY THE CORPORATION, BY AND THROUGH ITS BOARD OF DIRECTORS, ON OCTOBER 11, 2010:

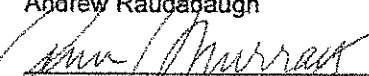

Cathy Wareham



Justin Pines


David Pines


Patricia Trippley-Demiranda


Andrew Raudabaugh


Ann Murray


Neal Regino

(Signature Page to Amended and Restated Bylaws of William Trippley Youth Development Foundation)

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION (the “Organization”)
ATTACHMENT TO FORM 1023**

CONTENTS OF ATTACHMENT

- Part I, Question 7 - Form 2848
- Part II, Question 1 - Filed Articles
- Part II, Question 1 - Certification of Organizational Documents
- Part I, Question 10 – Not Required to File and Information Return
- Part II, Question 5 – Bylaws
- Part IV - Narrative Description of the Organization’s Activities
- Part V, Question 2a – Relationships of Directors & Officers
- Part V, Question 3a - Officers, Directors, Trustees, and Highest Compensated Employees and Independent Contractors
- Part V, Question 5a - Conflict of Interest Policy
- Part VI, Question 1a & 1b - Description of Programs
- Part VI, Question 2 - Description of Programs with Limits
- Part VIII, Question 3a – Bingo and Gaming Activities
- Part VIII, Question 4a - Description of Fundraising Programs
- Part VIII, Question 4d - Jurisdictions of Fundraising
- Part VIII, Question 11 - Description of the Types of Specific Property Contributions Accepted
- Part IX-A, Line 7 – Itemized List of Other Revenue
- Part IX-A, Line 23 – Itemized List of Other Expenses
- Schedule E, Question 5 – Statement of Request For Extension Of Time To Apply To Be Recognized As Exempt From The Date The Organization Was Formed


**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART II, Question 1**

WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
22 East 22nd Street
Chester, PA 19013

CERTIFICATION OF ORGANIZATIONAL DOCUMENTS

The undersigned authorized officer hereby certifies and declares that this is a complete and correct copy of the Articles of Incorporation, By-Laws, and all amendments thereto, and contains all of the powers, principles, purposes, functions, and other provisions by which William Trippley Youth Development Foundation currently governs itself.

WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION

By: 
Name: Neal Regino
Title: President

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
Part I, Question 10**

NOT REQUIRED TO FILE AND INFORMATION RETURN

The Organization believes that if it is recognized as tax exempt, it is not required to file an information return (Form 990 or Form 990-EZ) because its annual gross receipts are normally not more than \$25,000.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART IV**

NARRATIVE DESCRIPTION OF THE ORGANIZATION'S ACTIVITIES

The Organization is organized for charitable and educational purposes, and in particular, to enrich the lives of youth in the Chester, PA community. The Organization is dedicated to promoting the growth and development of youth in Chester, and to provide hope and change for the city's youth.

The Organization does so primarily through conducting academic tutoring, soccer camps, tournaments, and games and athletic programs, as well as other summer youth camps. In so doing, the Organization aims to benefit individuals and members of the Chester, PA community at large, by bettering the lives of its youths, and providing a positive influence in their lives. Most of the children are between ages 6-13, and the Organization utilizes tutoring, soccer and other programs as a tool to teach kids about teamwork, responsibility, leadership, and sportsmanship as they progress through their childhood and adolescence.

The Organization is a non-profit organization that originated as a collection of the friends and family of William H. Trippley III, who passed tragically in April of 2004 as a result of crossfire while walking near his Chester home. Will, a Chester native, was an admirable son, a loving brother, a bright student, a great friend, an inspiring athlete, and a talented artist. Soccer was among his favorite pastimes, and the Organization endeavors to use the activity to promote civic and charitable virtues among the youth of Chester, and to be a positive influence in their lives. The Organization promotes principles of non-violence, and the Organization's academic, soccer, and athletic programs provide a forum to educate children regarding responsibility, leadership, non-violence, and civic values. The Organization's aims are charitable in nature, and it intends to provide its services for no consideration, or for reasonable consideration for the sole purposes of sustaining its charitable and educational programs. This is because the goal of the Organization is not pecuniary gain, but rather to better lives through promote civic and charitable virtues among the youth of Chester. The Organization intends to support its activities through the efforts of its volunteers and through sponsorships and charitable donations from those who share the Organization's mission and who wish support its activities. The Organization's services are not intended for, nor restricted to, any particular group, but rather are available to all of the public. The Organization hopes that it will have public financial support to help it provide these services for the good of the public. Accordingly, tax-exempt status would advance the Organization's goals by helping it to obtain such public financial support, and to carry on its charitable, educational, and civic activities for the good of the public.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
Part V, Question 2a**

RELATIONSHIPS OF DIRECTORS & OFFICERS

David Pines and Justin Pines are father and son, respectively.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
Part V, Question 3a**

**OFFICERS, DIRECTORS, TRUSTEES, AND HIGHEST COMPENSATED EMPLOYEES AND
INDEPENDENT CONTRACTORS**

Name:	Cathy Wareham
Title:	Director
Address:	15 Hilltop Road Rose Valley, PA 19086
Average Hours Worked:	100+ hours annually (projected)
Duties:	The duties of a Director, as described in the Bylaws.
Compensation:	None
Qualifications:	Extensive experience working with charities and non-profit organizations.

Name:	Justin Pines
Title:	Director & Vice-President
Address:	602 Crum creek road Media, PA 19063
Average Hours Worked:	100+ hours annually (projected)
Duties:	The duties of the Vice-President, as described in the Bylaws.
Compensation:	None
Qualifications:	Extensive experience working with charities and non-profit organizations.

Name:	Andrew Raudabaugh
Title:	Director
Address:	33 West Ridley Ave Ridley Park, PA19078
Average Hours Worked:	100+hours annually (projected)
Duties:	The duties of a Director as described in the Bylaws.
Compensation:	None
Qualifications:	Extensive experience working with charities and non-profit organizations.

Name:	Patricia Trippley-Demiranda
Title:	Director, Founder & Chairperson
Address:	22 East 23rd St. Chester, PA 19013

Average Hours Worked:	1,000+ hours annually (projected)
Duties:	The duties of a Director, as described in the Bylaws.
Compensation:	None
Qualifications:	Extensive experience working with charities and non-profit organizations.

Name:	Neal Regino
Title:	President & Director
Address:	22 Tasker Avenue Norwood, PA 19074
Average Hours Worked:	1,000+ hours annually (projected)
Duties:	The duties of the President and a Director, as described in the Bylaws.
Compensation:	None
Qualifications:	Extensive experience working with charities and non-profit organizations.

Name:	David Pines
Title:	Treasurer
Address:	602 Crum creek road Media, PA 19063
Average Hours Worked:	100+ hours annually (projected)
Duties:	The duties of the Treasurer and a Director, as described in the Bylaws.
Compensation:	None
Qualifications:	Extensive experience working with charities and non-profit organizations.

Name:	Ann Murray
Title:	Secretary
Address:	304 N. Essex Avenue Narberth, PA 19072-2112
Average Hours Worked:	100+ hours annually (projected)
Duties:	The duties of the Secretary, as described in the Bylaws.
Compensation:	None
Qualifications:	Extensive experience working with charities and non-profit organizations.

WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART V, QUESTION 5a

CONFLICT OF INTEREST POLICY

(Attached)

**CONFLICT OF INTEREST POLICY
OF
WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION**

Article I - Purpose

The purpose of the conflict of interest policy is to protect THE WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION (the "Organization"), which is applying for recognition of, and intends to maintain 501(c)(3) tax-exempt status. Specifically, the purpose of this conflict of interest policy is to protect the Organization's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, trustee, or director of the Organization or might result in a possible excess benefit transaction. 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.

Article II - Definitions

1. Interested Person

Any director, trustee, principal officer, or member of a committee with governing 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 the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Article III - Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest

a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the Organization 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.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization'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.

4. Violations of the Conflicts of Interest Policy

a. If the governing board or committee 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.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Article IV - Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

a. 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, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V - Compensation

a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI - Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflicts of interest policy,

b. Has read and understands the policy,

c. Has agreed to comply with the policy, and

d. Understands the Organization 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.

Article VII - Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.

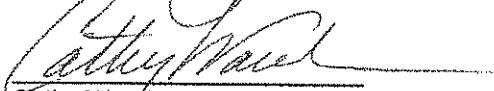
b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

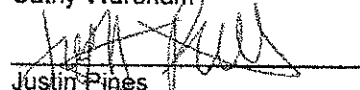
Article VIII - Use of Outside Experts

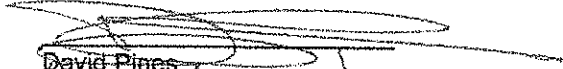
When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

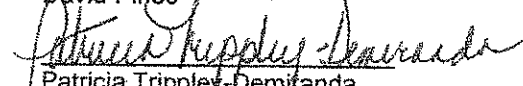
This Conflict Of Interest Policy has been adopted and made effective by Resolution of the Board on this 11 day of October, 2010.

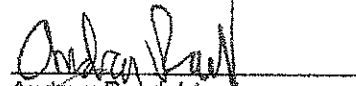
I HAVE READ AND UNDERSTAND THE FOREGOING CONFLICT OF INTEREST POLICY AND AGREEMENT, AND I HEREBY AGREE TO ITS TERMS AND TO COMPLY WITH THE DISCLOSURE REQUIREMENTS STATED IN SUCH POLICY. MY ACTIONS HAVE BEEN AND WILL CONTINUE TO BE GUIDED THEREBY.

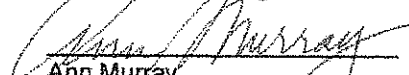

Cathy Wareham



Justin Pines


David Pines


Patricia Trippley-Demjanda


Andrew Raudabaugh


Ann Murray


Neal Regino

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART VI, QUESTIONS 1a & 1b**

DESCRIPTION OF PROGRAMS

The Organization provides services to both individuals and organizations in the course of carrying out its exempt charitable and educational purposes, which are intended to enrich the lives of youth in the Chester, PA community. The Organization is dedicated to promoting the growth and development of youth in Chester, and to provide hope and change for the city's youth.

The Organization does so through its various community services and programs, which include conducting academic tutoring, soccer camps, tournaments, and games and athletic programs, as well as other summer youth camps. Most of the children are between ages 6-13, and in the course of such programs and activities, the Organization uses them as a tool and forum to teach kids about teamwork, responsibility, leadership, and sportsmanship as they progress through their childhood and adolescence, and to provide a positive influence in their young lives.

The Organization's provision of such services is not intended to benefit any pre-set class or group of individuals, but rather is provided as a public service, intending to benefit the public at-large, and the community of Chester in particular. The Organization does not discriminate in the provision of these services, or provide them on a preferential basis.

The Organization endeavors to use these programs to promote civic and charitable virtues among the youth of Chester, and to be a positive influence in their lives, and throughout all of its programs, the Organization promotes principles of non-violence.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART VI, QUESTION 2**

DESCRIPTION OF PROGRAMS WITH LIMITS

In general, the Organization's programs do not limit the provision of goods, services, or funds to a specific individual or group of individuals. That is, the Organization is organized for the benefit of the public at-large, not for only a few individuals. That said, the very nature of the Organization's mission as an organization providing services to children and youths, so the Organization limits its programs and services to children and adolescents, with an emphasis on the Chester, PA community. That said, the Organization does not discriminate by providing these services to some children and adolescents and not to others, nor does it provide such services to certain individuals on a preferential basis.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART VIII, QUESTION 3a**

BINGO AND GAMING ACTIVITIES

The Organization anticipates that it may conduct small raffles in Pennsylvania. The raffles would be conducted by the representatives of the Organization, not an outside third party or contracted company. The Organization anticipates that it may receive approximately \$1,000 per year from raffle ticket proceeds, and pay approximately \$500 for raffle expenses. Proceeds will only be used to further the Organization's exempt purposes, and fund the exempt programs of the Organization.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART VIII, QUESTION 4a**

DESCRIPTION OF FUNDRAISING PROGRAMS

Mail Solicitations.

The Organization anticipates mailing fundraising letters to persons and organizations who are interested in supporting organizations that promote teaching children and youths the value of leadership, responsibility, civic virtues, and non-violence. Potential recipients of such letters would be identified by members of the Organization's board and volunteers. It is anticipated that general mailings for operating support would be sent periodically, with the possibility of additional special mailings being conducted as needed.

Personal Solicitations.

The Organization anticipates that its staff, board and volunteers will meet with individuals and representatives of foundations, corporations, and other organizations to request support for the Organization's activities. These prospective donors would be identified by staff, the board and volunteers.

Government Grant Solicitations.

The Organization anticipates that it may prepare and submit proposals to county, state, and federal agencies that support community services such as those provided by the Organization.

Email Solicitations.

The Organization anticipates the possibility of using email solicitations to obtain support. It is anticipated that the content of such solicitations would be similar to that of the mail solicitations, but sent to target audiences who might prefer such a method of communication over traditional mail fundraising letters.

Foundation Grant Solicitations.

The Organization anticipates that it will prepare and submit proposals to regional and national foundations that support services for community services such as those provided by the Organization, and particularly foundations that seek to provide support to youth and communities such as Chester, PA.

Website.

The Organization may at some point accept donations on its website.

Other - Corporate Solicitations.

The Organization anticipates that its board, officers and volunteers will identify and solicit corporations that have supported or may be willing to support organizations providing services similar to those provided by the Organization. These solicitations may be made by the methods described above.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART VIII, QUESTION 4d**

JURISDICTIONS OF FUNDRAISING

The Organization anticipates that it will conduct fundraising in activities in the Commonwealth of Pennsylvania. In particular, the Organization anticipates that it will conduct fundraising in Delaware County, Pennsylvania, in the Chester, PA community. The Organization anticipates the possibility that, upon approval from the appropriate authorities and in compliance with local laws, it may also conduct limited fundraising other states of the United States.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART VIII, QUESTION 11**

DESCRIPTION OF THE TYPES OF SPECIFIC PROPERTY CONTRIBUTIONS ACCEPTED

The Organization does not anticipate receiving any of the classes of property listed in the question, nor does it have any present plans to accept such property. That said, should any of the types of property listed in the question become available, the Organization would consider whether or not to accept the contribution on a case-by-case basis, upon a consideration of the specific circumstances surrounding the contribution. That said, contributions with conditions imposed by the donor are disfavored by the Organization and it would require compelling reasons to accept contributions under such circumstances.

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART IX-A, LINE 7**

ITEMIZED LIST OF OTHER REVENUE

<u>Part IX Financial Data</u>	Year Start 2010 Year End 2011	Year Start 2011 Year End 2012	Year Start 2012 Year End 2013
<u>line 7 Other Revenue (projected)</u>			
Raffle Proceeds	\$0	\$1000	\$1000
Total Other Expenses	\$0	\$1,000	\$1,000

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
PART IX-A, LINE 23**

ITEMIZED LIST OF OTHER EXPENSES

<u>Part IX Financial Data</u>	Year Start 2010 Year End 2011	Year Start 2011 Year End 2012	Year Start 2012 Year End 2013
<u>line 23 Other Expenses (projected)</u>			
Tax Exemption Application Fee	\$850	0	0
Uniforms and equipment (shin guards, cleats, socks, etc.)	\$5900	5770	5970
Field Expenses	\$1200	1570	1770
Insurance	\$800	1170	1370
Mailing, Office Supplies, Printing	\$600	970	1170
Food for Camp	\$1,550	1920	2120
Website	\$100	\$100	\$100
Raffle Expenses	\$0	\$500	\$500
 Total Other Expenses	 \$11,000	 \$12,000	 \$13,000

**WILLIAM TRIPPLEY YOUTH DEVELOPMENT FOUNDATION
ATTACHMENT TO FORM 1023
Schedule E, Question 5**

**STATEMENT OF REQUEST FOR EXTENSION OF TIME TO APPLY TO BE RECOGNIZED
AS EXEMPT FROM THE DATE THE ORGANIZATION WAS FORMED**

The Organization was incorporated in April 2008, more than 27 months from the filing of this Application. Nevertheless, the Organization requests to be recognized as exempt as of the date of its incorporation. The Organization was incorporated by its founders, without legal counsel or professional assistance. Accordingly, although the Organization had a charitable purpose consistent with tax exemption, its organizational documents lacked the required provisions to qualify for tax exemption under §501(c)(3). Accordingly, when the Organization filed an application for tax exemption previously (and before it was 27 months old), the application was rejected because of deficiencies in the Organization's organizational documents. This original application for exemption was also prepared by the Organization's volunteers, without legal counsel or professional assistance. The Organization attempted to amend its organizational documents to correct these deficiencies, however was unsuccessful in self-preparing and filing the requisite amendments with the Pennsylvania Department of State. Subsequent to these attempts, the Organization retained legal counsel to amend its organizational documents to reflect the appropriate provisions for tax exemption under §501(c)(3) and to prepare this application for tax exemption under §501(c)(3). By this time, however, more than 27 months had elapsed from the incorporation of the Organization. Nevertheless, since its incorporation, at all times the Organization has acted consistently with the requirements for, and restrictions on, tax exempt 501(c)(3) organizations. Moreover, the Organization is not substantially older than 27 months. For these reasons, the Organization requests an extension so as to allow effective date of its exemption to be the date of the Organization's incorporation, rather than the filing date of this application.