

Return of Organization Exempt From Income Tax

Form 990

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

2014

Department of the Treasury
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

Open to Public Inspection

A For the 2014 calendar year, or tax year beginning 07/01, 2014, and ending 06/30, 2015

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization ACHIEVE! MINNEAPOLIS			D Employer identification number 41-1425264		
	Doing Business As			E Telephone number (612) 455-1530		
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite 111 3RD AVENUE SOUTH, SUITE 5					
	City or town, state or province, country, and ZIP or foreign postal code MINNEAPOLIS, MN 55401-2510					
F Name and address of principal officer: PAMELA COSTAIN 111 3RD AVENUE SOUTH, APT 5 MINNEAPOLIS, MN 55401-25			G Gross receipts \$ 4,151,112.			
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
J Website: ▶ WWW.ACHIEVEMPLS.ORG			H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			L Year of formation: 2002 M State of legal domicile: MN			
H(c) Group exemption number ▶						

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: SEE SCHEDULE O		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	25.
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	24.
	5 Total number of individuals employed in calendar year 2014 (Part V, line 2a)	5	59.
	6 Total number of volunteers (estimate if necessary)	6	801.
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	6,115,017.	2,947,882.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,083,762.	1,134,109.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	10,273.	10,476.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	11,386.	3,505.
		7,220,438.	4,095,972.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	2,868,107.	4,134,543.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,935,346.	1,924,273.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 211,426.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	544,694.	563,769.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	5,348,147.	6,622,585.
19 Revenue less expenses. Subtract line 18 from line 12	1,872,291.	-2,526,613.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	10,282,265.	8,134,418.
	22 Net assets or fund balances. Subtract line 21 from line 20.	710,985.	1,067,123.
	9,571,280.	7,067,295.	

Part II Signature Block

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

Sign Here	▶ Signature of officer	Date
	PAMELA COSTAIN Type or print name and title	PRESIDENT & CEO

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	CHARLES SELCER, CPA		01/13/2016		P00437250
	Firm's name ▶ SCHECHTER DOKKEN KANTER CPA'S	Firm's EIN ▶			
	Firm's address ▶ 100 WASHINGTON AVE SO #1600 MINNEAPOLIS, MN 55401-2192	Phone no.	612-332-5500		

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

For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2014)

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III Yes No

1 Briefly describe the organization's mission:

SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

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

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

4a (Code: _____) (Expenses \$ 4,394,823. including grants of \$ 4,134,543.) (Revenue \$ 1,978,682.)

MINNEAPOLIS PUBLIC SCHOOLS - SEE SCHEDULE O

4b (Code: _____) (Expenses \$ 871,859. including grants of \$ _____) (Revenue \$ 626,034.)

CAREER AND COLLEGE CENTERS - SEE SCHEDULE O

4c (Code: _____) (Expenses \$ 836,129. including grants of \$ _____) (Revenue \$ 920,259.)

STEP-UP ACHIEVE - SEE SCHEDULE O

4d Other program services (Describe in Schedule O.) ATTACHMENT 1
(Expenses \$ 106,843. including grants of \$ _____) (Revenue \$ 132,971.)

4e Total program service expenses **▶** 6,209,654.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A.</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I.</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II.</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III.</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I.</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II.</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III.</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV.</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V.</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI.</i>	X	
b Did the organization report an amount for investments-other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII.</i>	X	
c Did the organization report an amount for investments-program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII.</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX.</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X.</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X.</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII.</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional.</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E.</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV.</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV.</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV.</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i> (see instructions).		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II.</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III.</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H.</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		X

Part IV Checklist of Required Schedules *(continued)*

		Yes	No
21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II.</i>	X	
22	Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III.</i>	X	
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J.</i>		X
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a.</i>		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a	Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I.</i>		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I.</i>		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II.</i>		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III.</i>		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>	X	
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV.</i>		X
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M.</i>	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M.</i>		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I.</i>		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II.</i>		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I.</i>		X
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1.</i>		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI.</i>		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Table with columns for question numbers (1a-14b), Yes/No checkboxes, and numerical responses (e.g., 51, 0, 59). Includes questions about Form 1096, Form W-2G, Form W-3, and various tax compliance requirements.

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

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include 1a (25), 1b (24), 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9.

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

Table with 3 columns: Question, Yes, No. Rows include 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed MN,
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, address, and telephone number of the person who possesses the organization's books and records:▶

DARLA BAKER 111 3RD AVENUE SOUTH, NO. 5 MINNEAPOLIS, MN 55401

612-455-1556

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

Check if Schedule O contains a response or note to any line in this Part VII.

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MARTIN ABRAMS DIRECTOR	1.00 0	X					0	0	0	
(2) JENNY ARNESON DIRECTOR	1.00 0	X					0	0	0	
(3) SYLVIA BARTLEY DIRECTOR	1.00 0	X					0	0	0	
(4) CHAD BERGE DIRECTOR	1.00 0	X					0	0	0	
(5) CAROL CARRIER DIRECTOR	1.00 0	X					0	0	0	
(6) SHANNON DICKSON DIRECTOR	1.00 0	X					0	0	0	
(7) BRYAN EVERETT DIRECTOR	1.00 0	X					0	0	0	
(8) MICHAEL GOAR EX-OFFICIO	1.00 0	X					0	0	0	
(9) BETSY HODGES EX-OFFICIO	1.00 0	X					0	0	0	
(10) TOM HOLMAN DIRECTOR	3.00 0	X					0	0	0	
(11) ELMER KOCH DIRECTOR	1.00 0	X					0	0	0	
(12) VELMA KORBEL DIRECTOR	1.00 0	X					0	0	0	
(13) PETER LANCASTER CHAIR	3.00 0	X		X			0	0	0	
(14) HILARY MARDEN-RESNIK DIRECTOR	1.00 0	X					0	0	0	

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) JENNIFER MELIN MILLER DIRECTOR	3.00 0	X						0	0	0
(16) MARK MURPHY DIRECTOR	1.00 0	X						0	0	0
(17) ABDUL OMARI DIRECTOR	1.00 0	X						0	0	0
(18) BETSY ORDAL CHAIR EMERITUS	1.00 0	X		X				0	0	0
(19) RICH RENIKOFF VICE CHAIR	3.00 0	X		X				0	0	0
(20) CHRISTOPHER SHAHEEN DIRECTOR	1.00 0	X						0	0	0
(21) ROBBIE SOSKIN DIRECTOR	1.00 0	X						0	0	0
(22) CHRISTOPHER STEVENS DIRECTOR	1.00 0	X						0	0	0
(23) MILES SWAMMI TREASURER	3.00 0	X		X				0	0	0
(24) CARISSA VINCENT DIRECTOR	1.00 0	X						0	0	0
(25) DARLA BAKER DIRECTOR OF FINANCE	40.00 0			X				69,494.	0	10,567.
1b Sub-total								0	0	0
c Total from continuation sheets to Part VII, Section A								191,529.	0	22,626.
d Total (add lines 1b and 1c)								191,529.	0	22,626.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **▶** 1

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **▶** 0

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(26) PAM COSTAIN PRESIDENT & CEO	40.00 0			X				122,035.	0	12,059.
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)										

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **▶** 1

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **▶**

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII. X

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a 15,272.					
	b Membership dues	1b					
	c Fundraising events	1c 122,887.					
	d Related organizations	1d					
	e Government grants (contributions),	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f 2,809,723.					
	g Noncash contributions included in lines 1a-1f: \$	132,135.					
	h Total. Add lines 1a-1f	▶	2,947,882.				
Program Service Revenue			Business Code				
	2a <u>CONTRACT INCOME</u>	900099	1,020,157.	1,020,157.			
	b <u>EARNED INCOME</u>	900099	113,952.	113,952.			
	c _____						
	d _____						
	e _____						
	f All other program service revenue						
	g Total. Add lines 2a-2f	▶	1,134,109.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts).	▶	10,476.			10,476.	
	4 Income from investment of tax-exempt bond proceeds	▶	0				
	5 Royalties	▶	0				
	6a Gross rents	(i) Real					
		(ii) Personal					
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss)	▶	0				
	7a Gross amount from sales of assets other than inventory	(i) Securities					
		(ii) Other					
	b Less: cost or other basis and sales expenses						
	c Gain or (loss)						
	d Net gain or (loss)	▶	0				
	8a Gross income from fundraising events (not including \$ <u>122,887.</u> of contributions reported on line 1c). See Part IV, line 18	a <u>ATCH 2</u> 20,720.					
	b Less: direct expenses	b 55,140.					
c Net income or (loss) from fundraising events.	▶ <u>ATCH 3</u>	-34,420.				-34,420.	
9a Gross income from gaming activities. See Part IV, line 19	a						
b Less: direct expenses	b						
c Net income or (loss) from gaming activities.	▶	0					
10a Gross sales of inventory, less returns and allowances	a						
	b Less: cost of goods sold	b					
	c Net income or (loss) from sales of inventory.	▶	0				
Miscellaneous Revenue		Business Code					
11a <u>MISCELLANEOUS REVENUE</u>	900099	37,925.	37,925.				
b _____							
c _____							
d All other revenue							
e Total. Add lines 11a-11d	▶	37,925.					
12 Total revenue. See instructions	▶	4,095,972.	1,172,034.			-23,944.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	3,967,520.	3,967,520.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	167,023.	167,023.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees	220,370.	129,984.	54,598.	35,788.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0			
7 Other salaries and wages	1,401,669.	1,148,557.	153,238.	99,874.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	36,851.	25,507.	8,185.	3,159.
9 Other employee benefits	123,875.	89,550.	21,906.	12,419.
10 Payroll taxes	141,508.	111,819.	18,000.	11,689.
11 Fees for services (non-employees):				
a Management	0			
b Legal	0			
c Accounting	15,908.		15,908.	
d Lobbying	0			
e Professional fundraising services. See Part IV, line 17.	0			
f Investment management fees	0			
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	13,086.		9,786.	3,300.
12 Advertising and promotion	16,138.	7,720.	6,698.	1,720.
13 Office expenses	39,621.	19,950.	7,615.	12,056.
14 Information technology	2,659.		2,659.	
15 Royalties	0			
16 Occupancy	22,399.	17,493.	2,697.	2,209.
17 Travel	7,306.	4,758.	2,169.	379.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0			
19 Conferences, conventions, and meetings	0			
20 Interest	0			
21 Payments to affiliates	0			
22 Depreciation, depletion, and amortization	25,784.	18,246.	4,514.	3,024.
23 Insurance	10,265.		10,265.	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>PROGRAM EXPENSES</u>	293,314.	293,314.		
b <u>EQUIPMENT & MAINTENANCE</u>	46,881.	19,595.	15,613.	11,673.
c <u>TRAINING</u>	15,238.	4,233.	8,879.	2,126.
d <u>LICENSES & FEES</u>	9,886.	2,625.	6,809.	452.
e All other expenses	45,284.	181,760.	-148,034.	11,558.
25 Total functional expenses. Add lines 1 through 24e	6,622,585.	6,209,654.	201,505.	211,426.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)	0			

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	0	1	0
	2 Savings and temporary cash investments	4,364,999.	2	5,321,702.
	3 Pledges and grants receivable, net	2,420,827.	3	1,197,685.
	4 Accounts receivable, net	40,276.	4	49,334.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5	0
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L	0	6	0
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	0	8	0
	9 Prepaid expenses and deferred charges	12,150.	9	20,549.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 205,787.		
	b Less: accumulated depreciation	10b 134,862.	51,068.	10c 70,925.
	11 Investments - publicly traded securities	0	11	0
	12 Investments - other securities. See Part IV, line 11	3,392,945.	12	1,474,223.
	13 Investments - program-related. See Part IV, line 11	0	13	0
	14 Intangible assets	0	14	0
	15 Other assets. See Part IV, line 11	0	15	0
16 Total assets. Add lines 1 through 15 (must equal line 34)	10,282,265.	16	8,134,418.	
Liabilities	17 Accounts payable and accrued expenses	625,302.	17	962,808.
	18 Grants payable	63,968.	18	88,144.
	19 Deferred revenue	0	19	0
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	21	0
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0	22	0
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	21,715.	25	16,171.
	26 Total liabilities. Add lines 17 through 25	710,985.	26	1,067,123.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	960,773.	27	993,945.
	28 Temporarily restricted net assets	8,610,507.	28	6,073,350.
	29 Permanently restricted net assets	0	29	0
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	9,571,280.	33	7,067,295.	
34 Total liabilities and net assets/fund balances	10,282,265.	34	8,134,418.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	4,095,972.
2	Total expenses (must equal Part IX, column (A), line 25)	2	6,622,585.
3	Revenue less expenses. Subtract line 2 from line 1	3	-2,526,613.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	9,571,280.
5	Net unrealized gains (losses) on investments	5	3,741.
6	Donated services and use of facilities	6	18,887.
7	Investment expenses	7	0
8	Prior period adjustments	8	0
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	7,067,295.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

- 1** Accounting method used to prepare the Form 990: Cash Accrual Other _____
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a** Were the organization's financial statements compiled or reviewed by an independent accountant?
 If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- b** Were the organization's financial statements audited by an independent accountant?
 If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:
 Separate basis Consolidated basis Both consolidated and separate basis
- c** If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a** As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

Open to Public Inspection

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

41-1425264

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

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

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
 - f Enter the number of supported organizations
 - g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

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

Schedule A (Form 990 or 990-EZ) 2014

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	8,716,293.	2,567,402.	1,979,994.	6,115,017.	2,947,882.	22,326,588.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 Total. Add lines 1 through 3.	8,716,293.	2,567,402.	1,979,994.	6,115,017.	2,947,882.	22,326,588.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						10,776,863.
6 Public support. Subtract line 5 from line 4.						11,549,725.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
7 Amounts from line 4	8,716,293.	2,567,402.	1,979,994.	6,115,017.	2,947,882.	22,326,588.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	39,783.	39,191.	19,068.	10,273.	10,476.	118,791.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) . ATCH 1	104.	210.	15,014.	29,303.	37,925.	82,556.
11 Total support. Add lines 7 through 10						22,527,935.
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2014 (line 6, column (f) divided by line 11, column (f))	14	51.27%
15 Public support percentage from 2013 Schedule A, Part II, line 14	15	41.29%
16a 33 1/3% support test - 2014. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization ▶ <input checked="" type="checkbox"/>		
b 33 1/3% support test - 2013. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here . The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test - 2014. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here . Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here . Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)
 (Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.
 If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b.						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
9 Amounts from line 6.						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2014 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2013 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2014 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2013 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2014. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ►

b 33 1/3% support tests - 2013. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ►

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

Part IV Supporting Organizations

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.</i>		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations; (b) individuals that are part of the charitable class benefited by one or more of its supported organizations; or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990).</i>		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
b Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
c Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer (b) below.</i>		
b Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	11 a	
b A family member of a person described in (a) above?	11 b	
c A 35% controlled entity of a person described in (a) or (b) above? <i>If "Yes" to a, b, or c, provide detail in Part VI.</i>	11 c	

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? <i>If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i>	1	
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? <i>If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.</i>	2	

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? <i>If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).</i>	1	

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1	
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>	2	
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>	3	

Section E. Type III Functionally-Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):			
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).			
2 Activities Test. Answer (a) and (b) below.		Yes	No
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? <i>If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.</i>	2a		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? <i>If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.</i>	2b		
3 Parent of Supported Organizations. Answer (a) and (b) below.			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? <i>Provide details in Part VI.</i>	3a		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>	3b		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1** Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8		
Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d Total (add lines 1a, 1b, and 1c)	1d		
e Discount claimed for blockage or other factors (explain in detail in Part VI):			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035	6		
7 Recoveries of prior-year distributions	7		
8 Minimum Asset Amount (add line 7 to line 6)	8		
Section C - Distributable Amount			Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3	4		
5 Income tax imposed in prior year	5		
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		
7 <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions).			

Schedule A (Form 990 or 990-EZ) 2014

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2014 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2014	(iii) Distributable Amount for 2014
1 Distributable amount for 2014 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2014 (reasonable cause required-see instructions)			
3 Excess distributions carryover, if any, to 2014:			
a			
b			
c			
d			
e From 2013			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2014 distributable amount			
i Carryover from 2009 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2014 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2014 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2014, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions).			
6 Remaining underdistributions for 2014. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).			
7 Excess distributions carryover to 2015. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a			
b			
c			
d Excess from 2013			
e Excess from 2014			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

ATTACHMENT 1

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2010	2011	2012	2013	2014	TOTAL
MISC INCOME				29,303.	37,925.	67,228.
TOTALS				<u>29,303.</u>	<u>37,925.</u>	<u>67,228.</u>

Schedule of Contributors

2014

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
 ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

Name of the organization ACHIEVE! MINNEAPOLIS	Employer identification number 41-1425264
---	---

Organization type (check one):

Filers of:

Section:

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

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization **ACHIEVE! MINNEAPOLIS**

Employer identification number
41-1425264

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ 115,350.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2		\$ 65,948.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3		\$ 96,300.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
4		\$ 320,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5		\$ 165,050.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6		\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization ACHIEVE! MINNEAPOLIS	Employer identification number 41-1425264
--	---

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	----- ----- -----	\$ 77,817.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	----- ----- -----	\$ 75,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	----- ----- -----	\$ 68,648.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	----- ----- -----	\$ 63,550.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
11	----- ----- -----	\$ 59,511.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
12	----- ----- -----	\$ 59,088.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization **ACHIEVE! MINNEAPOLIS**

Employer identification number

41-1425264

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	1500 SHARES OF DELUXE CORPORATION STOCK ON 6/22/2015	\$ 96,300.	06/22/2015
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----
-----	-----	\$ -----	-----

Name of organization **ACHIEVE! MINNEAPOLIS**

Employer identification number

41-1425264

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed.

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

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

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

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

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

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

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

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

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

Complete if the organization answered "Yes" to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

2014

Department of the Treasury Internal Revenue Service

Attach to Form 990.

Open to Public Inspection

Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

Employer identification number

ACHIEVE! MINNEAPOLIS

41-1425264

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.

Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 1 Total number at end of year, 2 Aggregate value of contributions to (during year), 3 Aggregate value of grants from (during year), 4 Aggregate value at end of year, 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?, 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?

Part II Conservation Easements.

Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

Table with 2 columns: Description, Held at the End of the Tax Year. Rows include: 1 Purpose(s) of conservation easements held by the organization (check all that apply), 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year., 3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year, 4 Number of states where property subject to conservation easement is located, 5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?, 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year, 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year, 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?, 9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

Table with 2 columns: Description, Amount. Rows include: 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items., 1b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items: (i) Revenue included in Form 990, Part VIII, line 1, (ii) Assets included in Form 990, Part X., 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items: a Revenue included in Form 990, Part VIII, line 1, b Assets included in Form 990, Part X.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2014

JSA 4E1268 1.000

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

- 3** Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a** Public exhibition
 - b** Scholarly research
 - c** Preservation for future generations
 - d** Loan or exchange programs
 - e** Other _____
- 4** Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5** During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a** Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b** If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|--|-----------|
| c Beginning balance | 1c |
| d Additions during the year | 1d |
| e Distributions during the year | 1e |
| f Ending balance | 1f |
- 2a** Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? Yes No
- b** If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

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

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

- 2** Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a** Board designated or quasi-endowment _____ %
 - b** Permanent endowment _____ %
 - c** Temporarily restricted endowment _____ %
- The percentages in lines 2a, 2b, and 2c should equal 100%.
- 3a** Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|--|---------------|----|
| (i) unrelated organizations | 3a(i) | |
| (ii) related organizations | 3a(ii) | |
| b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? | 3b | |
- 4** Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		205,787.	134,862.	70,925.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				70,925.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other _____		
(A) BENEFICIAL INTEREST IN TMF		
(B) INVESTMENT POOL	1,071,641.	FMV
(C) CERTIFICATES OF DEPOSIT		
(D) HELD IN CDARS PROGRAM	402,582.	FMV
(E) _____		
(F) _____		
(G) _____		
(H) _____		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶	1,474,223.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

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

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

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

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value	
(1) Federal income taxes		
(2) CAPITAL LEASE	16,171.	
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	16,171.	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1	4,118,600.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a	Net unrealized gains (losses) on investments	2a 3,741.		
b	Donated services and use of facilities	2b 18,887.		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d		2e	22,628.
3	Subtract line 2e from line 1		3	4,095,972.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)		5	4,095,972.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1	6,622,585.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII.)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	6,622,585.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII.)	4b		
c	Add lines 4a and 4b		4c	
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)		5	6,622,585.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

Part XIII Supplemental Information (continued)

PART X, LINE 2

THE ORGANIZATION IS EXEMPT FROM FEDERAL INCOME TAXES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND SIMILAR STATE INCOME TAX LAWS. IT IS THE POLICY OF THE ORGANIZATION TO ASSESS ANY UNCERTAIN TAX PROVISIONS AND, IF NECESSARY, RECORD A TAX ASSET OR LIABILITY, AND THE RELATED INCOME TAX EXPENSE, FOR ANY UNCERTAIN TAX PROVISIONS. THE ORGANIZATION'S TAX RETURNS ARE SUBJECT TO REVIEW AND EXAMINATION BY FEDERAL AND STATE AUTHORITIES. THE TAX RETURNS FOR THE YEARS 2013 THROUGH 2015 ARE OPEN TO EXAMINATION BY FEDERAL AND STATE AUTHORITIES.

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

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

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

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2014

**Open to Public
Inspection**

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

41-1425264

Part I

Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17.
Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a** Mail solicitations

b Internet and email solicitations

c Phone solicitations

d In-person solicitations
- e** Solicitation of non-government grants

f Solicitation of government grants

g Special fundraising events

- 2a** Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? **Yes** **No**
- b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total				▶		

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

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		EDUC. LUNCHEON (event type)	(event type)	(total number)	(add col. (a) through col. (c))
Revenue	1 Gross receipts	143,607.			143,607.
	2 Less: Contributions	122,887.			122,887.
	3 Gross income (line 1 minus line 2)	20,720.			20,720.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages	28,457.			28,457.
	8 Entertainment	26,579.			26,579.
	9 Other direct expenses	104.			104.
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				55,140.
	11 Net income summary. Subtract line 10 from line 3, column (d) ▶				-34,420.

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

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No	
	7 Direct expense summary. Add lines 2 through 5 in column (d) ▶				
	8 Net gaming income summary. Subtract line 7 from line 1, column (d) ▶				

9 Enter the state(s) in which the organization conducts gaming activities: _____
a Is the organization licensed to conduct gaming activities in each of these states? Yes No
b If "No," explain: _____

10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No
b If "Yes," explain: _____

**SCHEDULE I
(Form 990)**

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

OMB No. 1545-0047

2014

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.

▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

41-1425264

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) MINNEAPOLIS PUBLIC SCHOOLS 1250 W BROADWAY AVE, MPLS, MN 55411	41-0851980	ORGANIZATION	3,967,520.		N/A	N/A	AID TO DISTRICT SCHOOLS & PROGRAMS
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶

3 Enter total number of other organizations listed in the line 1 table ▶

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2014)

JSA

4E1288 1.000

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1 PROFESSIONAL DEVELOPMENT	6.	16,278.		N/A	N/A
2 SCHOLARSHIPS	121.	131,503.		N/A	N/A
3 CLASSROOM GRANTS	45.	19,242.		N/A	N/A
4					
5					
6					
7					

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

PART I, LINE 2

MOST FUNDS ARE MANAGED BY MINNEAPOLIS PUBLIC SCHOOLS (MPS). EACH YEAR

THEY ARE PUBLICLY AUDITED.

TWO DIFFERENT METHODS ARE USED FOR SELECTING SCHOLARSHIPS AND GRANT

AWARDS.

1) SCHOOL BASED SELECTION (APPLIES TO MOST SCHOLARSHIPS): STUDENTS

COMPLETE GENERIC APPLICATIONS AT THEIR SCHOOL. THEY ARE THEN PUT "IN THE

RUNNING" FOR SCHOLARSHIPS AVAILABLE THROUGH BOTH ACHIEVEMPLS AND THEIR

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

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

SCHOOL'S FOUNDATION. THE COUNSELING OFFICE SETS UP A SELECTION COMMITTEE, REVIEWS THE CRITERIA FOR EACH SCHOLARSHIP AND THE QUALIFICATIONS OF EACH APPLICANT, AND MAKES AWARDS BASED UPON THE BEST MATCHES. FOR EXAMPLE, THE MARK WELTER WORLD CITIZEN AWARD LISTS SIX PRINCIPLES THAT STUDENTS SHOULD EMULATE. COUNSELORS REVIEW STUDENTS' ESSAYS WITHIN THEIR APPLICATIONS AND TARGET THOSE STUDENTS THAT DISPLAY THOSE PRINCIPLES.

2) ACHIEVEMPLS BASED SELECTION (APPLIES TO SOME SCHOLARSHIPS AND ALL GRANTS) :

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

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

SCHOLARSHIPS: STUDENTS COMPLETE SPECIFIC APPLICATIONS FOR SPECIFIC SCHOLARSHIPS. ACHIEVEMPLS ACCEPTS APPLICATIONS AND DISTRIBUTES TO SELECTION COMMITTEE MEMBERS (COMPRISED OF DONORS, CONTENT AREA EXPERTS, AND/OR ACHIEVEMPLS STAFF). APPLICATIONS ARE REVIEWED AND SCORED BASED UPON SPECIFIC SCORING INSTRUCTIONS. SCORES ARE RANKED AND, AFTER A THOUGHTFUL CONVERSATION OR EMAIL EXCHANGE, AWARDS ARE MADE. FOR EXAMPLE, THE MPS NURSES SCHOLARSHIP REQUIRES THE SUBMISSION OF SEVERAL APPLICATION PARTS (COVER SHEET, TEST SCORES, TRANSCRIPT, ESSAY). TWO NURSES AND ACHIEVEMPLS STAFF REVIEW APPLICATIONS AND SCORE BASED UPON SCORING

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

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

INSTRUCTIONS.

GRANTS: APPLICANTS COMPLETE SPECIFIC APPLICATION AND SUBMIT TO ACHIEVEMPLS OR ONLINE TO A PARTNERING ORGANIZATION. APPLICATIONS ARE REVIEWED AND SCORED TO A RUBRIC OR SET OF SCORING INSTRUCTIONS. SELECTION COMMITTEES ARE COMPRISED OF ACHIEVEMPLS STAFF, MPS STAFF, COMMUNITY MEMBERS, AND STAFF FROM PARTNER ORGANIZATIONS. SELECTION COMMITTEE MEETINGS ARE HELD TO REVIEW THE TOP CONTENDERS AND MAKE AWARDS BASED UPON APPLICATION STRENGTH AND MERIT.

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

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

SMALL AWARDS: SMALL, RANDOM AWARDS (USUALLY UNDER \$500) ARE OCCASIONALLY GRANTED BASED UPON A SCHOOL OR PROJECT NEED. REQUESTS ARE MADE AND REVIEWED BY MEMBERS OF ACHIEVEMPLS' DEVELOPMENT AND ADMINISTRATIVE STAFF. AWARDS ARE MADE BASED UPON MERIT, EXTERNAL LACK OF FUNDING, AND INTERNAL FUND AVAILABILITY.

THE LILLIAN J. LINDSTEN SCHOLARSHIP FUND DISTRIBUTION WAS ADJUSTED IN FY15. AFTER REVIEWING THE FUND BALANCE HELD AT THE MINNEAPOLIS FOUNDATION (IN EXCESS OF \$1,000,000) AND CONSIDERING THE GREAT NEED THAT EXISTS WITHIN THE COMMUNITY FOR COLLEGE SCHOLARSHIPS, ACHIEVEMPLS LOOKED INTO

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

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

THE FOUNDING DOCUMENTS OF THIS AWARD PROGRAM. IT WAS DETERMINED THAT THERE WERE NO ORIGINAL LIMITS ON AWARD AMOUNTS OR NUMBERS. AFTER ANALYZING THE NUMBERS, WE DECIDED TO INCREASE THE AWARD AMOUNT FROM \$1,000 TO \$2,500 AND THE NUMBER OF AWARDS FROM 8 TO 16. THIS DECISION WAS APPROVED BY THE ORGANIZATION'S FINANCE COMMITTEE. WITH THESE CHANGES AND ANTICIPATED MARKET PERFORMANCE, WE BELIEVE WE WILL STILL MAKE THESE AWARDS FOR AT LEAST THE NEXT DECADE.

THE COMMUNITY LEARNING FUND PROVIDES FIELD TRIP TRANSPORTATION. IN AN EFFORT TO INCREASE THE EQUITABLE DISTRIBUTION OF THESE AWARDS ACROSS THE

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

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

MINNEAPOLIS PUBLIC SCHOOLS, WE ADJUSTED THE GRANT GUIDELINES PROCESS TO
 INCLUDE LANGUAGE THAT THE AWARDS WOULD BE DISTRIBUTED EQUALLY ACROSS THE
 THREE ZONES OF THE DISTRICT.

SCHEDULE L
(Form 990 or 990-EZ)

Transactions With Interested Persons

OMB No. 1545-0047

2014

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.**

▶ **Attach to Form 990 or Form 990-EZ.**

▶ **Information about Schedule L (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.**

Open To Public Inspection

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

41-1425264

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only).

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

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

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 ▶ \$ _____

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$ _____

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

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

Part III Grants or Assistance Benefiting Interested Persons.

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

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

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

Schedule L (Form 990 or 990-EZ) 2014

Part IV Business Transactions Involving Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) MATTIE WEISS	DAUGHTER OF PAM COSTAIN	1,500.	STEP-UP / TRAIN THE TRAINER		X
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions).

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2014

**Open To Public
Inspection**

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

41-1425264

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	18.	132,135.	STOCK MARKET QUOTES
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (_____)				
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) (2014)

JSA

4E1298 1.000

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047

2014

**Open to Public
Inspection**

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

41-1425264

PART I, LINE 1 & PART III, LINE 1

ACHIEVEMPLS IS THE STRATEGIC NONPROFIT PARTNER OF THE MINNEAPOLIS PUBLIC SCHOOLS (MPS). OUR MISSION IS TO MOBILIZE A WIDE WEB OF COMMUNITY SUPPORT AND RESOURCES TO ENSURE ACADEMIC ACHIEVEMENT, EQUITABLE OPPORTUNITIES, AND CAREER AND COLLEGE READINESS FOR ALL STUDENTS. OVER THE LAST DECADE WE HAVE PLACED MORE THAN 7,000 LOW-INCOME YOUTH IN PAID SUMMER JOBS, SIGNIFICANTLY INCREASED THE COLLEGE-GOING RATE FOR MPS STUDENTS, ENGAGED OVER 1,000 BUSINESSES AND NONPROFITS TO SUPPORT PUBLIC EDUCATION IN OUR CITY, AND ENLISTED HUNDREDS OF COMMUNITY MEMBERS AS VOLUNTEERS WITH STUDENTS.

WHILE MPS FOCUSES ON PREPARING STUDENTS ACADEMICALLY, WE ARE CREATING A COMPREHENSIVE SYSTEM OF PROGRAMS AND PARTNERSHIPS TO OFFER STUDENTS THE NON-ACADEMIC SKILLS, RESOURCES, AND EXPERIENCES THEY NEED TO SUCCEED IN THE 21ST CENTURY WORKPLACE. THE PROGRAMS IN OUR CAREER AND COLLEGE INITIATIVE MAKE A LONG-TERM IMPACT ON STUDENTS' LIVES BY SHOWING THEM THE TANGIBLE CONNECTIONS BETWEEN ACADEMIC EFFORT AND FUTURE SUCCESS. FAILURE TO SEE THIS CONNECTION IS THE NUMBER ONE REASON HIGH SCHOOL DROPOUTS CITE FOR LEAVING SCHOOL.

PART III, LINE 4A

MINNEAPOLIS PUBLIC SCHOOLS:

SINCE ITS FOUNDING IN 2002, ACHIEVEMPLS HAS BEEN CHARGED WITH RAISING MONEY AND MOBILIZING PUBLIC SUPPORT FOR THE STRATEGIC PRIORITIES OF THE

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

MPS SUPERINTENDENT. IN RECENT YEARS WE HAVE HELPED RAISE MILLIONS OF DOLLARS FOR EARLY LITERACY AND STEM EDUCATION, THE ADVANCEMENT VIA INDIVIDUAL DETERMINATION PROGRAM (AVID), KINDERGARTEN AND COLLEGE READINESS, LEADERSHIP AND HUMAN CAPITAL DEVELOPMENT, INNOVATION AND ACCOUNTABILITY, AND MPS ARTS. ACHIEVEMPLS ALSO SUPPORTS MPS BY ADMINISTERING OVER 130 FUNDS FOR INDIVIDUAL MPS SCHOOLS, DEPARTMENTS, COLLEGE SCHOLARSHIP AWARDS, AND COMPETITIVE GRANT PROGRAMS FOR MPS STAFF AND CLASSROOMS.

HIGHLIGHTS OF OUR SUPPORT FOR MPS IN 2014-15 INCLUDE:

- ACHIEVEMPLS ADMINISTERED 81 COLLEGE SCHOLARSHIP AWARDS WORTH OVER \$110,000 FOR MPS STUDENTS.
- SIX MPS TEACHERS AND OTHER LICENSED STAFF RECEIVED OVER \$17,000 IN PROFESSIONAL DEVELOPMENT GRANTS ADMINISTERED BY ACHIEVEMPLS.
- THROUGH THE SUPPORT OF THE COMMUNITY LEARNING FUND, COMMUNITY MEMBERS AND ACHIEVEMPLS DISCRETIONARY FUNDS, MORE THAN 1,600 MPS STUDENTS PARTICIPATED IN 28 FIELD TRIPS TO THE LANDSCAPE ARBORETUM, FORT SNELLING, THE HUMANE SOCIETY, PENUMBRA THEATER AND OTHER DESTINATIONS.
- IN MAY, 27 LOCAL CORPORATE, GOVERNMENT, AND NONPROFIT LEADERS PARTICIPATED IN PRINCIPAL PARTNER DAY, SHADOWING MPS PRINCIPALS, BUILDING RELATIONSHIPS WITH MPS SCHOOLS AND LEARNING ABOUT DAILY LIFE IN THE DISTRICT.

PART III, LINE 4B

CAREER AND COLLEGE CENTERS (CCCS):

ACHIEVEMPLS CAREER & COLLEGE CENTERS (CCCS) ARE DROP-IN CENTERS OPEN TO

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

EVERY STUDENT, EVERY DAY, IN ALL SEVEN OF MPS' COMPREHENSIVE HIGH SCHOOLS AND TWO SPECIALTY HIGH SCHOOLS. THEY OFFER ONE-ON-ONE GUIDANCE ON SEEKING POST-SECONDARY ACADEMIC, FINANCIAL AID, AND CAREER OPPORTUNITIES. CCC COORDINATORS, AS ACHIEVEMPLS EMPLOYEES AND MEMBERS OF THE SCHOOL COUNSELING TEAM, HOST FINANCIAL AID WORKSHOPS FOR STUDENTS AND PARENTS, ORGANIZE COLLEGE VISITS AND CAREER FAIRS, AND BRING HUNDREDS OF BUSINESS AND COMMUNITY LEADERS INTO THE SCHOOLS TO ENGAGE WITH STUDENTS. COORDINATORS MAKE STUDENTS AWARE OF CCC SERVICES THROUGH CLASSROOM PRESENTATIONS AND ALSO USE ATTENDANCE DATA TO SEEK OUT STUDENTS WHO ARE NOT USING THE CCCS AND HAVE SIGNIFICANT BARRIERS TO POST-SECONDARY SUCCESS. OUR WORK HELPS ENSURE THAT STUDENTS GRADUATE FROM HIGH SCHOOL HAVING ACHIEVED CRITICAL MILESTONES FOR FUTURE SUCCESS. FOR THE VAST MAJORITY OF STUDENTS, THIS WILL MEAN TAKING THE ACT, COMPLETING THE FAFSA, SECURING FINANCIAL AID, AND APPLYING FOR COLLEGE. FOR OTHER STUDENTS, THIS CAN MEAN APPLYING FOR AN INTERNSHIP OR A FULL-TIME JOB, OR SERVING IN THE MILITARY.

IN THE 2014-2015 ACADEMIC YEAR:

- COORDINATORS TRACK INDIVIDUAL STUDENTS WHO ACCESS THE CCCS BY HAVING THEM "SCAN IN" AS THEY ENTER. THIS ALLOWS US TO IDENTIFY AND PROACTIVELY ENGAGE UNDERSERVED DEMOGRAPHICS.
- 2,561 INDIVIDUAL STUDENTS MADE 8,330 VISITS TO ACHIEVEMPLS CAREER & COLLEGE CENTERS. THAT MEANS CCC COORDINATORS MET ONE-ON-ONE WITH MORE THAN A QUARTER OF ALL STUDENTS ENROLLED IN MPS HIGH SCHOOLS AT ANY TIME DURING THAT YEAR.

Name of the organization

ACHIEVE! MINNEAPOLIS

Employer identification number

- 7 IN 10 SENIORS VISITED A CCC AT LEAST ONCE. MORE IMPORTANTLY, SENIORS COMPRISED 76% OF STUDENTS WHO VISITED 4 OR MORE TIMES.
- AFRICAN AMERICAN STUDENTS MADE UP 44% OF HIGH-FREQUENCY USERS, THOUGH THEY ONLY MADE UP 35% OF THE MPS POPULATION.
- LOW-INCOME STUDENTS - THOSE STUDENTS QUALIFYING FOR FREE OR REDUCED PRICE LUNCH - ARE STRONG USERS OF CCC SERVICES. THIS YEAR, TWO OUT OF THREE STUDENTS ACCESSING A CCC FOR ONE-ON-ONE GUIDANCE WERE LOW INCOME.
- DURING THE 2013-2014 SCHOOL YEAR, MALE STUDENTS MADE UP JUST 35% OF HIGH FREQUENCY USERS. HOWEVER, AFTER A DELIBERATE EFFORT ON THE PART OF COORDINATORS THIS PAST YEAR TO ENCOURAGE YOUNG MEN TO USE THE CCCS, THE PERCENTAGE OF HIGH FREQUENCY MALE USERS INCREASED TO 40%.

CCC COORDINATORS TRACK SEVERAL KEY INDICATORS ABOUT POST-SECONDARY PLANNING AND PERSONALLY FOLLOW UP WITH EVERY SENIOR TO ENSURE THEY HAVE A PLAN. IN THE 2014-2015 ACADEMIC YEAR:

- 97% OF GRADUATING SENIORS APPLIED TO COLLEGE OR REPORTED HAVING A PLAN FOR AFTER HIGH SCHOOL. THIS RESULTED IN 114 MORE APPLICATIONS THAN IN 2014 (1317 VS. 1203).
- 69% OF SENIORS REPORTED COMPLETING A FAFSA APPLICATION FOR FEDERAL STUDENT AID, AND AN ADDITIONAL 2% COMPLETED A MINNESOTA DREAM ACT FINANCIAL AID APPLICATION FOR UNDOCUMENTED IMMIGRANTS. COMPLETING THE FAFSA OR OTHER FINANCIAL AID DOCUMENTATION IS A CRITICAL FIRST STEP IN ATTENDING COLLEGE AFTER HIGH SCHOOL, ESPECIALLY FOR LOW-INCOME STUDENTS.

PART III, LINE 4C

STEP-UP ACHIEVE:

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SINCE 2004, THE STEP-UP ACHIEVE YOUTH EMPLOYMENT PROGRAM HAS TRAINED AND PLACED MORE THAN 7,000 STUDENTS IN PAID SUMMER AND SCHOOL YEAR INTERNSHIPS AND HELPED THOUSANDS OF COMMUNITY MEMBERS CONNECT WITH LOW-INCOME YOUTH AS EMPLOYERS, SUPERVISORS AND MOCK INTERVIEW VOLUNTEERS. AS STEP-UP CO-CHAIRS, FORMER MINNEAPOLIS MAYOR R.T. RYBAK AND U.S. BANK CHAIR, PRESIDENT & CEO RICHARD DAVIS LEAD THE PUBLIC-PRIVATE PARTNERSHIP AT THE HEART OF OUR MODEL. BY PARTNERING WITH OVER 160 EMPLOYERS EACH YEAR, STEP-UP ACHIEVE CONNECTS TOP TWIN CITIES COMPANIES, NONPROFITS AND PUBLIC AGENCIES TO THEIR NEXT GENERATION WORKFORCE AND FUTURE COMMUNITY LEADERS.

IN 2014-2015, STEP-UP ACHIEVE PROVIDED 727 INTERNSHIPS WITH 148 EMPLOYERS THROUGHOUT THE SUMMER AND SCHOOL YEAR. THESE INTERNS EARNED A TOTAL OF \$1.4 MILLION IN WAGES. ALSO, 1,951 ADDITIONAL LOW-INCOME YOUTH SUCCESSFULLY COMPLETED OUR FOUNDATIONAL STEP-UP WORK READINESS TRAINING CERTIFIED BY THE MINNEAPOLIS REGIONAL CHAMBER OF COMMERCE. 94% OF STEP-UP ACHIEVE INTERNS WERE YOUTH OF COLOR, 93% CAME FROM LOW-INCOME FAMILIES, 63% WERE POTENTIALLY FIRST-GENERATION COLLEGE STUDENTS, AND 40% WERE FIRST OR SECOND GENERATION IMMIGRANTS.

IN ADDITION TO INTERNSHIPS, WE ARE WORKING WITH DOZENS OF CORPORATE, HIGHER EDUCATION, AND GOVERNMENT PARTNERS ACROSS THE METRO REGION TO OFFER FOCUSED STEP-UP CAREER PIPELINES EDUCATION TRAININGS AND EXPOSURE EVENTS FOR INTERNS IN STEM, HEALTHCARE, FINANCIAL SERVICES, OUTDOOR/ENVIRONMENT, AND LEGAL SERVICES. EMPLOYERS AND EXPERTS IN THESE

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INDUSTRIES ARE WORKING TOGETHER TO DESIGN SECTOR-SPECIFIC TRAININGS, OUTREACH, NETWORKING EVENTS, AND INDUSTRY-RECOGNIZED CERTIFICATIONS FOR MINNEAPOLIS YOUTH. THESE ACTIVITIES INCLUDED:

- STEM: OUR ANNUAL HIGH TECH INNOVATION DAY HOSTED BY COCO MINNEAPOLIS IS A FULL-DAY SATURDAY EXPERIENCE FOR STEP-UP ACHIEVE INTERNS WHO ARE INTERESTED IN PURSUING CAREERS IN TECHNOLOGY. THIS YEAR, THE EVENT WAS ATTENDED BY 50 INTERNS, COCO MEMBERS, AND REPRESENTATIVES FROM 15 LOCAL HIGH TECH COMPANIES.

- HEALTHCARE: THIS YEAR 118 INTERNS PARTICIPATED IN OUR DAY-LONG PRE-EMPLOYMENT TRAINING FOR HEALTHCARE (PETH) AND HEALTH CAREERS FAIR, WHICH ENABLED THEM TO BETTER UNDERSTAND THE RANGE OF HEALTH CAREERS AND THE UNDERLYING SKILLS ESSENTIAL TO SUCCESS, AND CONNECTED THEM WITH LOCAL HEALTH CARE PROFESSIONALS.

- FINANCIAL SERVICES: 109 STEP-UP ACHIEVE INTERNS PARTICIPATED IN THE ANNUAL FINANCIAL EDUCATION DAY HOSTED BY US BANK, WHICH TOOK PLACE ON THE UNIVERSITY OF ST. THOMAS CAMPUS AND FOCUSED ON PERSONAL FINANCE. INTERNS LEARNED ABOUT BUDGETING, CONDUCTED COST-BENEFIT ANALYSES OF VARIOUS LEVELS OF EDUCATION AND THEIR POTENTIAL FUTURE EARNINGS, AND RECEIVED TIPS ON MANAGING LOANS AND CREDIT CARDS. WE ALSO HOSTED A FINANCIAL SERVICES CAREERS DAY FOR 60 INTERNS WHO ARE INTERESTED IN FINANCIAL SERVICES CAREERS. INTERNS LEARNED ABOUT THE WIDE RANGE OF FINANCIAL SERVICES CAREERS AND THE SKILLS NECESSARY FOR THIS FIELD, AND ALSO MET LOCAL PROFESSIONALS.

- OUTDOOR/ENVIRONMENTAL: HOSTED BY THE MINNEAPOLIS PARK AND RECREATION BOARD, THE STEP-UP OUTDOOR/ENVIRONMENT CAREER DAY GIVES INTERNS HANDS-ON

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ACTIVITIES TO EXPERIENCE AND LEARN ABOUT CAREER TRACKS IN PARKS AND RECREATION AND OTHER OUTDOOR CAREERS.

- LEGAL SERVICES: BEFORE BEGINNING THEIR SUMMER INTERNSHIPS IN THE LEGAL FIELD, 33 INTERNS PARTICIPATED IN THE ANNUAL 5-DAY LAW IMMERSION PROGRAM ORGANIZED BY JUST THE BEGINNING FOUNDATION AT THE UNIVERSITY OF MINNESOTA LAW SCHOOL. INTERNS VISITED FEDERAL COURTS AND LAW FIRMS, MET WITH JUDGES AND PRACTITIONERS, ENGAGED IN MOCK TRIALS AND ORAL ARGUMENT COMPETITIONS, PARTICIPATED IN NETWORKING ETIQUETTE, PROFESSIONAL SKILLS AND FINANCIAL LITERACY WORKSHOPS AND LEARNED ABOUT A WIDE VARIETY OF LEGAL CAREERS AND REQUIRED EDUCATION.

PART III, LINE 4D

OUTREACH AND PARTNERSHIPS PROGRAM:

VOLUNTEERS: LAST YEAR, 783 COMMUNITY VOLUNTEERS GAVE 4,776 HOURS TO MPS STUDENTS THROUGH ACHIEVEMPLS COMMUNITY OUTREACH PROGRAMS. THEY MENTORED STUDENTS AS GRADUATION COACHES, INSPIRED THEM WITH STORIES OF THEIR PROFESSIONAL JOURNEYS AT CAREER FAIRS, AND OFFERED MULTI-WEEK WORKSHOPS IN FINANCIAL LITERACY AND CAREER SKILLS. 93% OF VOLUNTEERS SAID THEY HAD A REWARDING EXPERIENCE, AND 61% OF VOLUNTEERS LEVERAGED THEIR IMPACT BY MOBILIZING OTHERS IN SUPPORT OF PUBLIC EDUCATION.

GRADUATION COACHES: 400 ACHIEVEMPLS GRADUATION COACHES MET WITH 480 INDIVIDUAL STUDENTS EVERY MONTH, HELPING THEM STAY ON TRACK TO GRADUATE, SET AND PURSUE THEIR ACADEMIC AND CAREER GOALS, AND PREPARE FOR LIFE AFTER HIGH SCHOOL. 92% OF STUDENTS WHO PARTICIPATED IN OUR 2014-15 PROGRAM SAID THEY FELT MORE CONFIDENT EXPLORING POST-SECONDARY OPTIONS AS

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A RESULT OF THE EXPERIENCE.

CAREER FAIRS: OVER 300 VOLUNTEERS CONNECTED WITH HUNDREDS OF STUDENTS AT CAREER FAIRS IN MPS HIGH SCHOOLS, SHARING THEIR PASSION FOR THEIR WORK AND OUTLINING THE NECESSARY SKILLS AND EXPERIENCE FOR THEIR FIELD.

CONSISTENTLY, OVER THREE QUARTERS OF STUDENTS WHO ATTENDED A CAREER FAIR SAID THEY FELT THEY BETTER UNDERSTOOD WHAT TO DO TO PREPARE FOR A CAREER, WHAT A PERSON IN A PARTICULAR CAREER DOES EVERY DAY, AND WHAT SKILLS ARE NECESSARY TO BE SUCCESSFUL IN A CAREER.

EMERGING LEADERS: OUR EMERGING LEADERS PROGRAM ENGAGED DOZENS OF STUDENTS IN LEADERSHIP DEVELOPMENT AND CAREER AND COLLEGE READINESS ACTIVITIES. WE FORMED TWO NEW PARTNERSHIPS - WITH BEACONS AND UPWARD BOUND - TO HELP US FACILITATE THE PROGRAM AT ROOSEVELT, EDISON, HENRY, NORTH AND SOUTH HIGH SCHOOLS. WE ENDED OUR MANAGEMENT OF THIS PROGRAM IN JUNE 2015 AND PASSED ON RESPONSIBILITY TO OUR PARTNER ORGANIZATIONS.

PUBLIC EDUCATION EVENTS: ACHIEVEMPLS HOSTS SEVERAL PUBLIC EVENTS THROUGHOUT THE YEAR TO BUILD COMMUNITY KNOWLEDGE AND SUPPORT OF ISSUES FACING PUBLIC EDUCATION AND OUR YOUNG PEOPLE. THESE INCLUDE EDTALKS, A LIVELY SERIES OF NETWORKING EVENTS FOR YOUNG PROFESSIONALS; THE ANNUAL EDUCATION PARTNERS LUNCHEON, WHICH GATHERS OVER 600 COMMUNITY LEADERS WHO ARE COMMITTED TO STRONG PUBLIC EDUCATION; ACHIEVE101 EVENTS IN OUR CAREER & COLLEGE CENTERS; AND PRINCIPAL PARTNER DAY, WHICH MATCHES COMMUNITY LEADERS WITH PRINCIPALS FOR A HALF-DAY SHADOWING EXPERIENCE. THIS PAST

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YEAR, NEARLY 200 COMMUNITY MEMBERS CAME TO AN EDTALK EVENT, HALF OF WHOM WERE FIRST-TIME ATTENDEES, AND FOUR IN FIVE REPORTED THAT THEY FELT MORE INFORMED ABOUT PUBLIC EDUCATION AS A RESULT OF ATTENDING.

WORKSHOPS: 63 VOLUNTEERS FROM SEVEN OF OUR TOP PARTNER ORGANIZATIONS-INCLUDING DELOITTE, PWC, JUNIOR LEAGUE, TCF AND WELLS FARGO-OFFERED 11 MULTI-WEEK WORKSHOPS TO MORE THAN 100 MPS HIGH SCHOOL STUDENTS IN SUBJECTS RANGING FROM CAREER READINESS AND FINANCIAL LITERACY TO TRANSITIONING TO COLLEGE. 62% OF PARTICIPATING STUDENTS DEMONSTRATED INCREASED KNOWLEDGE IN THE WORKSHOP SUBJECT AREAS FOLLOWING THESE SESSIONS.

MPS ALUMNI OUTREACH: THE MINNEAPOLIS ALUMNI CONNECTION (MAC) CREATED THE NEW COLLEGECREWMPLS.ORG BLOG, FEATURING WRITING BY NEW MPS GRADUATES ABOUT THEIR COLLEGE EXPERIENCES AND DESIGNED TO PROVIDE INFORMATION AND INSIGHTS FOR COLLEGE-BOUND HIGH SCHOOL STUDENTS. MAC ALSO HOSTED MORNING COFFEE HOUR AND HAPPY HOUR NETWORKING EVENTS DESIGNED TO HELP MPS ALUMNI TO RECONNECT. MAC ALSO COORDINATED A PROFESSIONAL NETWORKING TRAINING EVENT FOR 100 LOW-INCOME STUDENTS PARTICIPATING IN STEP-UP SUMMER INTERNSHIPS.

PART VI, SECTION A, LINE 1

THE EXECUTIVE COMMITTEE IS COMPOSED OF THE BOARD CHAIR, TREASURER AND SECRETARY, ALONG WITH THE HEADS OF ALL STANDING COMMITTEES. THE EXECUTIVE COMMITTEE MEETS IN THE MONTHS THAT THE BOARD OF DIRECTORS DOES NOT MEET. THE EXECUTIVE COMMITTEE SETS THE AGENDA FOR THE BOARD

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MEETINGS, SUPERVISES THE CEO AND PERFORMS ANY OTHER DUTIES ASSIGNED BY THE BOARD OF DIRECTORS.

PART VI, SECTION B, LINE 11B

THE FORM 990 IS PREPARED BY AN INDEPENDENT ACCOUNTING FIRM AND IS FIRST REVIEWED BY THE DIRECTOR OF FINANCE. THE DIRECTOR OF FINANCE THEN EMAILS A COPY OF THE FORM 990 TO THE FINANCE COMMITTEE FOR THEIR REVIEW AND APPROVAL. ALTHOUGH THE FINANCE COMMITTEE IS EMPOWERED BY THE BOARD OF DIRECTORS TO APPROVE THE FORM 990, THE FINANCE COMMITTEE REVIEWED THE 990 AND THEN RECOMMENDED THE BOARD APPROVE THE 990 AT ITS MEETING IN ADVANCE OF FILING.

PART VI, SECTION B, LINE 12C

A "CONFLICT" EXISTS WHEN A DIRECTOR, OFFICER, COMMITTEE MEMBER OR KEY EMPLOYEE OR A MEMBER OF THEIR IMMEDIATE FAMILY HAS A MATERIAL FINANCIAL INTEREST OR OTHER PROFESSIONAL OR PERSONAL RELATIONSHIP WHICH MAY MAKE IT DIFFICULT TO EXERCISE INDEPENDENT JUDGMENT IN THE BOARD'S BEST INTEREST. IMMEDIATE FAMILY INCLUDES A SPOUSE, PARENT, CHILD, SPOUSE OF A CHILD, BROTHER, SISTER OR SPOUSE OF A BROTHER OR SISTER.

ANY DIRECTOR, OFFICER, COMMITTEE MEMBER OR KEY EMPLOYEE SHALL IMMEDIATELY DISCLOSE A CONFLICT TO THE BOARD OR RELEVANT COMMITTEE AS SOON AS IT BECOMES APPARENT TO THE INVOLVED INDIVIDUAL THAT SUCH A CONFLICT EXISTS ON A MATTER UNDER BOARD OR COMMITTEE CONSIDERATION. EACH FINANCIAL INTEREST SHALL BE FULLY DISCLOSED OR KNOWN TO THE BOARD OF COMMITTEE PRIOR TO ANY ACTION ON THE RELEVANT CONTRACT OR TRANSACTION. THIS

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DISCLOSURE SHALL BE MADE ORALLY AND SHALL BE FOLLOWED UP BY A DISCLOSURE IN WRITING WITHIN TEN (10) BUSINESS DAYS.

THE BOARD OR COMMITTEE SHALL EXCLUDE ANY PERSON DISCLOSING A FINANCIAL INTEREST FROM DISCUSSION ON THE ISSUE INVOLVING THAT CONFLICT AND SUCH INTERESTED PARTIES SHALL NOT BE COUNTED IN DETERMINING THE PRESENCE OF A QUORUM. TO APPROVE ANY TRANSACTION INVOLVING A CONFLICT, THE BOARD OF COMMITTEE SHALL DETERMINE BY MAJORITY VOTE (NOT COUNTING ANY VOTE AN INTERESTED PARTY MAY OTHERWISE HAVE), THAT THE CONTRACT, TRANSACTION OR RELATIONSHIP INVOLVING THE CONFLICT IS IN THE BOARD'S BEST INTERESTS AND IS FAIR AND REASONABLE. THE MINUTES OF MEETINGS SHALL INDICATE THE INDIVIDUAL DISCLOSING ANY CONFLICTS AND THE NATURE OF SUCH CONFLICTS, THE PERSONS PRESENT, THE DISCUSSION AND BASIS FOR THE DECISION MADE, AND A RECORD OF THE VOTE TAKEN.

PART VI, SECTION B, LINE 15A

THE PROCESS OF DETERMINING THE COMPENSATION OF THE PRESIDENT AND CEO P. CONSTAIN INCLUDES A REVIEW AND APPROVAL BY THE EXECUTIVE COMMITTEE IN AN EXECUTIVE SESSION. IN 2012, THE PROCESS ALSO INCLUDED A REVIEW OF THE MINNESOTA COUNCIL OF NONPROFITS' SURVEY FOR COMPENSATION TO ASSESS WHETHER THE SALARIES ARE COMPARABLE.

THE PRESIDENT AND CEO MAKES ALL COMPENSATION DECISIONS FOR OTHER OFFICERS AND STAFF. FOR OTHER OFFICERS AND STAFF, AN ANNUAL PERFORMANCE REVIEW SYSTEM IS USED TO DETERMINE THE COMPENSATION. THIS PROCESS WAS MOST RECENTLY UNDERTAKEN IN 2013 FOR THE DIRECTOR OF FINANCE, D. BAKER.

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PART VI, SECTION C, LINE 19

THE ORGANIZATION MAKES IT GOVERNING DOCUMENTS, CONFLICT OF INTEREST
POLICY AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC UPON REQUEST.

ATTACHMENT 1FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES

<u>DESCRIPTION</u>	<u>GRANTS</u>	<u>EXPENSES</u>	<u>REVENUE</u>
OUTREACH AND PARTNERSHIPS PROGRAMMING		106,843.	132,971.
TOTALS		<u>106,843.</u>	<u>132,971.</u>

ATTACHMENT 2FORM 990, PART VIII - EXCLUDED CONTRIBUTIONS

<u>DESCRIPTION</u>	<u>AMOUNT</u>
EDUCATION LUNCHEON	122,887.
TOTAL	<u>122,887.</u>

ATTACHMENT 3FORM 990, PART VIII - FUNDRAISING EVENTS

<u>DESCRIPTION</u>	<u>GROSS INCOME</u>	<u>DIRECT EXPENSES</u>	<u>NET INCOME</u>
EDUCATION LUNCHEON	20,720.	55,140.	-34,420.
TOTALS	<u>20,720.</u>	<u>55,140.</u>	<u>-34,420.</u>