CT 107482

Form **990** — **Return of Organization Exempt From Income Tax**

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

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0047

2002

Open to Public Inspection

A For the 2002 calendar year, or tax year beginning and ending

B Check if applicable
[X] Address change
[ ] Name change
[ ] Initial return
[ ] Final return
[ ] Amended return
[ ] Application pending

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

C Name of organization: Civic Ventures
Number and street (or P O box if mail is not delivered to street address): 139 Townsend Street | Room/suite: Suite 505
City or town: San Francisco | State or country: CA | ZIP + 4: 94107

D Employer identification number: 94-3274339
E Telephone number: (415) 430-0141
F Accounting method [ ] Cash [X] Accrual [ ] Other (specify) ►

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ)

H and I are not applicable to section 527 organizations
H(a) Is this a group return for affiliates? [ ] Yes [X] No
H(b) If "Yes," enter number of affiliates ► N/A
H(c) Are all affiliates included? [ ] Yes [ ] No (If "No," attach a list See instructions)
H(d) Is this a separate return filed by an organization covered by a group ruling? [ ] Yes [X] No
I Enter 4-digit GEN ► N/A
M Check ► [ ] if the organization is NOT required to attach Sch B (Form 990 990-EZ, or 990-PF)

G Web site ► www civicventures org

J ORGANIZATION TYPE (check only one) ► [X] 501(c) (3) ◄ (insert no) [ ] 4947(a)(1) OR [ ] 527

K Check here ► [ ] if the organization's gross receipts are normally not more than $25 000 The organization need not file a return with the IRS, but if the organization received a Form 990 Package in the mail, it should file a return without financial data SOME STATES REQUIRE A COMPLETE RETURN

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 ► 7,373,493

Part I — Revenue, Expenses, and Changes in Net Assets or Fund Balances (See page 17 of the instructions)

1	Contributions, gifts, grants, and similar amounts received					
a	Direct public support		1a	5,859,065		
b	Indirect public support		1b			
c	Government contributions (grants)		1c	1,393,049		
d	TOTAL (add lines 1a through 1c) (cash $ 7,247,549 noncash $ 0)				1d	7,252,114
2	Program service revenue including government fees and contracts (from Part VII, line 93)				2	63,961
3	Membership dues and assessments				3	
4	Interest on savings and temporary cash investments				4	33,714
5	Dividends and interest from securities				5	
6 a	Gross rents		6a			
b	Less rental expenses		6b			
c	Net rental income or (loss) (subtract line 6b from line 6a)				6c	0
7	Other investment income (describe ►)				7	
8 a	Gross amount from sales of assets other than inventory	(A) Securities	8a	(B) Other		
b	Less cost or other basis and sales expenses		8b			
c	Gain or (loss) (attach schedule)	0	8c	0		
d	Net gain or (loss) (combine line 8c, columns (A) and (B))				8d	0
9	Special events and activities (attach schedule)					
a	Gross revenue (not including $ of contributions reported on line 1a)		9a			
b	Less direct expenses other than fundraising expenses		9b			
c	Net income or (loss) from special events (subtract line 9b from line 9a)				9c	0
10 a	Gross sales of inventory, less returns and allowances		10a	7,483		
b	Less cost of goods sold		10b	0		
c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a) Sch 1				10c	7,483
11	Other revenue (from Part VII, line 103)				11	16,221
12	TOTAL REVENUE (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)				12	7,373,493
13	Program services (from line 44, column (B))				13	3,453,807
14	Management and general (from line 44, column (C))				14	337,991
15	Fundraising (from line 44, column (D))				15	23,859
16	Payments to affiliates (attach schedule)				16	
17	TOTAL EXPENSES (add lines 16 and 44, column (A))				17	3,815,657
18	Excess or (deficit) for the year (subtract line 17 from line 12)				18	3,557,836
19	Net assets or fund balances at beginning of year (from line 73, column (A))				19	9,245,064
20	Other changes in net assets or fund balances (attach explanation)				20	
21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)				21	12,802,900

Expenses

RECEIVED
878 MAY 1 8 2003 IRS-OSC
OGDEN, UT

JUN 1 3 '03
SCANNED

Part II **Statement of Functional Expenses** All organizations must complete column (A) Columns (B) (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others (See page 21 of the instructions)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule) Schedule 2 (cash $ 1,416,114 noncash $)	22	1,416,114	1,416,114		
23 Specific assistance to individuals (attach schedule)	23	0			
24 Benefits paid to or for members (attach schedule)	24	0			
25 Compensation of officers, directors, etc	25	191,251	163,042	15,937	12,272
26 Other salaries and wages	26	823,954	659,432	160,981	3,541
27 Pension plan contributions	27	58,084	46,652	10,446	986
28 Other employee benefits	28	57,475	43,089	13,934	452
29 Payroll taxes	29	66,434	53,261	11,973	1,200
30 Professional fundraising fees	30	0			
31 Accounting fees	31	21,016		21,016	
32 Legal fees	32	0			
33 Supplies	33	34,488	10,248	24,240	
34 Telephone	34	27,316	4,112	23,204	
35 Postage and shipping	35	18,481	2,887	15,594	
36 Occupancy	36	150,730	13,508	137,222	
37 Equipment rental and maintenance	37	5,905	190	5,715	
38 Printing and publications	38	80,358	71,403	8,955	
39 Travel	39	217,144	192,808	21,690	2,646
40 Conferences, conventions, and meetings	40	116,448	102,403	14,045	
41 Interest	41	0			
42 Depreciation, depletion, etc (attach schedule) Sch 3	42	41,607		41,607	
43 Other expenses not covered above (itemize) a Consultants	43a	462,928	430,721	32,207	
b Publications & subscriptions	43b	7,275	1,030	6,245	
c Insurance	43c	5,771		5,771	
d Miscellaneous expenses	43d	12,878	170	12,708	
e Shared cost allocation	43e	0	242,737	-245,499	2,762
f	43f	0			
44 TOTAL FUNCTIONAL EXPENSES (add lines 22 through 43) ORGANIZATIONS COMPLETING COLUMNS (B)-(D) CARRY THESE TOTALS TO LINES 13-15	44	3,815,657	3,453,807	337,991	23,859

JOINT COSTS Check ▶ ☐ if you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ▶ ☐ Yes ☒ No

If "Yes," enter (i) the aggregate amount of these joint costs $ ____, (ii) the amount allocated to Program services $ ____,

(iii) the amount allocated to Management and general $ ____, and (iv) the amount allocated to Fundraising $

Part III **Statement of Program Service Accomplishments** (See page 24 of the instructions)

What is the organization's primary exempt purpose? ▶ To promote civic participation of older Americans

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

	Program Service Expenses (Required for 501(c)(3) and (4) orgs and 4947(a)(1) trusts but optional for others)
a Schedule 4 (Grants and allocations $ 1,416,114)	3,453,807
b (Grants and allocations $)	
c (Grants and allocations $)	
d (Grants and allocations $)	
e Other program services (attach schedule) (Grants and allocations $)	
f TOTAL OF PROGRAM SERVICE EXPENSES (should equal line 44, column (B), Program services) ▶	3,453,807

Part IV **Balance Sheets** (See page 24 of the instructions)

Note: *Where required, attached schedules and amounts within the description column should be for end-of-year amounts only*			(A) Beginning of year		(B) End of year
Assets					
45 Cash - non-interest-bearing			20,525	45	0
46 Savings and temporary cash investments			2,228,907	46	2,561,171
47 a Accounts receivable	47a	15,000			
b Less allowance for doubtful accounts	47b	0	0	47c	15,000
48 a Pledges receivable	48a	0			
b Less allowance for doubtful accounts	48b	0	0	48c	0
49 Grants receivable			7,047,194	49	10,531,333
50 Receivables from officers, directors, trustees, and key employees (attach schedule)			0	50	0
51 a Other notes and loans receivable (attach schedule)	51a	0			
b Less allowance for doubtful accounts	51b	0	0	51c	0
52 Inventories for sale or use				52	
53 Prepaid expenses and deferred charges			10,612	53	28,715
54 Investments - securities (attach schedule) ► ☐ Cost ☐ FMV			0	54	0
55 a Investments - land, buildings, and equipment basis	55a	0			
b Less accumulated depreciation (attach schedule)	55b	0	0	55c	0
56 Investments - other (attach schedule)			0	56	0
57 a Land, buildings, and equipment basis	57a	140,193			
b Less accumulated depreciation (attach schedule) Schedule 3	57b	68,560	56,735	57c	71,633
58 Other assets (describe ► Deposits)			6,008	58	27,800
59 TOTAL ASSETS (add lines 45 through 58) (must equal line 74)			9,369,981	59	13,235,652
Liabilities					
60 Accounts payable and accrued expenses			93,946	60	133,169
61 Grants payable			23,753	61	244,575
62 Deferred revenue				62	
63 Loans from officers, directors, trustees, and key employees (attach schedule)			0	63	0
64 a Tax-exempt bond liabilities (attach schedule)			0	64a	0
b Mortgages and other notes payable (attach schedule)			0	64b	0
65 Other liabilities (describe ► Equipment and property leases payable)			7,218	65	55,008
66 TOTAL LIABILITIES (add lines 60 through 65)			124,917	66	432,752
Net Assets or Fund Balances					
Organizations that follow SFAS 117, check here ► ☒ and complete lines 67 through 69 and lines 73 and 74					
67 Unrestricted			304,634	67	416,528
68 Temporarily restricted			8,940,430	68	12,386,372
69 Permanently restricted				69	
Organizations that do not follow SFAS 117, check here ► ☐ and complete lines 70 through 74					
70 Capital stock, trust principal, or current funds				70	
71 Paid-in or capital surplus, or land, building, and equipment fund				71	
72 Retained earnings, endowment, accumulated income, or other funds				72	
73 TOTAL NET ASSETS OR FUND BALANCES (add lines 67 through 69 OR lines 70 through 72, column (A) MUST equal line 19, column (B) MUST equal line 21)			9,245,064	73	12,802,900
74 TOTAL LIABILITIES AND NET ASSETS / FUND BALANCES (add lines 66 and 73)			9,369,981	74	13,235,652

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

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return (See page 26 of the instructions)

a	Total revenue, gains, and other support per audited financial statements ►	a	7,373,493
b	Amounts included on line a but not on line 12, Form 990		
(1)	Net unrealized gains on investments $		
(2)	Donated services and use of facilities $		
(3)	Recoveries of prior year grants $		
(4)	Other (specify) $		
	Add amounts on lines (1) through (4) ►	b	0
c	Line a minus line b ►	c	7,373,493
d	Amounts included on line 12, Form 990 but not on line a		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify) $		
	Add amounts on lines (1) and (2) ►	d	0
e	Total revenue per line 12, Form 990 (line c plus line d) ►	e	7,373,493

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

a	Total expenses and losses per audited financial statements ►	a	3,815,657
b	Amounts included on line a but not on line 17, Form 990		
(1)	Donated services and use of facilities $		
(2)	Prior year adjustments reported on line 20, Form 990 $		
(3)	Losses reported on line 20, Form 990 $		
(4)	Other (specify) $		
	Add amounts on lines (1) through (4) ►	b	0
c	Line a minus line b ►	c	3,815,657
d	Amounts included on line 17, Form 990 but not on line a		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify) $		
	Add amounts on lines (1) and (2) ►	d	0
e	Total expenses per line 17, Form 990 (line c plus line d) ►	e	3,815,657

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated, see page 26 of the instructions)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (IF NOT PAID, ENTER -0-)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
Gary Walker 139 Townsend St , #505, San Francisco, CA 94107	Chair 5 hours	0	0	0
Phyllis Moen 139 Townsend St , #505, San Francisco, CA 94107	Vice Chair 5 hours	0	0	0
Bill Berkeley 139 Townsend St , #505, San Francisco, CA 94107	Member 5 hours	0	0	0
John Rother 139 Townsend St , #505, San Francisco, CA 94107	Member 5 hours	0	0	0
Kelvin Taketa 139 Townsend St , #505, San Francisco, CA 94107	Member 5 hours	0	0	0
Michael Bailin 139 Townsend St , #505, San Francisco, CA 94107	Member 5 hours	0	0	0
Ruth Wooden 139 Townsend St , #505, San Francisco, CA 94107	Member 5 hours	0	0	0
Jim Gibbs 139 Townsend St , #505, San Francisco, CA 94107	Member 5 hours	0	0	0
Marc Freedman 139 Townsend St , #505, San Francisco, CA 94107	President/Ex-Officio 40 hours	191,251	15,657	0

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than $100,000 from your organization and all related organizations, of which more than $10,000 was provided by the related organizations? ► [ ] Yes [X] No
If "Yes," attach schedule-see page 26 of the instructions

Part VI Other Information (See page 27 of the instructions)

			Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If "Yes " attach a detailed description of each activity	76		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes	77		X
78 a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?	78a		X
b	If "Yes," has it filed a tax return on FORM 990-T for this year?	78b	N/A	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79		X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc , to any other exempt or nonexempt organization?	80a		X
b	If "Yes," enter the name of the organization ► N/A N/A and check whether it is ☐ exempt OR ☐ nonexempt			
81 a	Enter direct or indirect political expenditures See line 81 instructions — 81a			
b	Did the organization file FORM 1120-POL for this year?	81b		X
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a		X
b	If "Yes," you may indicate the value of these items here Do not include this amount as revenue in Part I or as an expense in Part II (See instructions in Part III) — 82b			
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	N/A	
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a	N/A	
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	N/A	
85	501(c)(4), (5), or (6) organizations a Were substantially all dues nondeductible by members?	85a	N/A	
b	Did the organization make only in-house lobbying expenditures of $2,000 or less? If "Yes" was answered to either 85a or 85b, DO NOT complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year	85b	N/A	
c	Dues, assessments, and similar amounts from members — 85c N/A			
d	Section 162(e) lobbying and political expenditures — 85d N/A			
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices — 85e N/A			
f	Taxable amount of lobbying and political expenditures (line 85d less 85e) — 85f N/A			
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	N/A	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	N/A	
86	501(c)(7) orgs Enter a Initiation fees and capital contributions included on line 12 — 86a N/A			
b	Gross receipts, included on line 12, for public use of club facilities — 86b N/A			
87	501(c)(12) orgs Enter a Gross income from members or shareholders — 87a N/A			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them) — 87b N/A			
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? If "Yes," complete Part IX	88		X
89 a	501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911 ► 0 , section 4912 ► 0 , section 4955 ► 0			
b	501(c)(3) and 501(c)(4) orgs Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b		X

c Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ► 0

d Enter Amount of tax on line 89c, above, reimbursed by the organization ► 0

90 a List the states with which a copy of this return is filed ► California

b Number of employees employed in the pay period that includes March 12, 2002 (See instructions) 90b 15

91 The books are in care of ► Civic Ventures Telephone no ► (415) 430-0141

Located at ► 139 Townsend St , Ste 505 San Francisco, CA ZIP + 4 ► 94107

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

Part VII Analysis of Income-Producing Activities (See page 31 of the instructions)

Note: *Enter gross amounts unless otherwise indicated*	Unrelated business income		Excluded by section 512, 513, or 514		(E)
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	Related or exempt function income
93 Program service revenue					
a Honoraria					29,191
b Conference Fees					19,770
c Consulting Fees					15,000
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	33,714	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					7,483
103 Other revenue a Misc Receipts			01	16,221	
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0		49,935	71,444
105 TOTAL (add line 104, columns (B), (D), and (E)) ►					121,379

Note: *Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I*

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See page 32 of the instructions)

Line No ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
	Schedule 5

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 32 of the instructions)

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

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See page 33 of the instructions)

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

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

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

Please Sign Here

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

► [signature] 5-14-03

Signature of officer Date

► MARC FREEDMAN, PRESIDENT

Type or print name and title

Paid Preparer's Use Only

Preparer's signature ► [signature]	Date 5/13/2003	Check if self-employed ► ☐	Preparer's SSN or PTIN (See Gen Inst W)
Firm's name (or yours if self-employed) address and ZIP + 4 ► Ghaffari, Zaragoza & Setchko LLP, 440 Grand Ave, Ste 208, Oakland, CA 94610			EIN ► 57-1155648 Phone no ► (510) 834-6542

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n), or Section 4947(a)(1) Nonexempt Charitable Trust
Supplementary Information - (See separate instructions.)
MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

OMB No 1545-0047

2002

Name of the organization: Civic Ventures

Employer identification number: 94-3274339

Part I **Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**
(See page 1 of the instructions List each one If there are none, enter "None")

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Judy Goggin 139 Townsend St , Ste 505 San Francisco, CA 94107	Senior Vice President 40 hours	110,750	9,450	0
Cathy Maupin 139 Townsend St , Ste 505 San Francisco, CA 94107	Vice President 40 hours	94,717	8,075	0
Doug Braley 139 Townsend St , Ste 505 San Francisco, CA 94107	Vice President, Finance 40 hours	69,010	5,311	0
Tom Tayor 139 Townsend St , Ste 505 San Francisco, CA 94107	Project Director 40 hours	50,400	4,536	0
Total number of other employees paid over $50,000	None			

Part II **Compensation of the Five Highest Paid Independent Contractors for Professional Services**
(See page 2 of the instructions List each one (whether individuals or firms) If there are none, enter "None")

(a) Name and address of each independent contractor paid more than $50,000	(b) Type of service	(c) Compensation
Richard Adler 10778 Juniper Ct Cupertino, CA 95014	Research, writing & advising	77,500
Total number of others receiving over $50,000 for professional services: None		

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

			Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities $ 27,821 (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes," must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities	1	X	
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions)			
a	Sale, exchange, or leasing of property?	2a		X
b	Lending of money or other extension of credit?	2b		X
c	Furnishing of goods, services, or facilities?	2c		X
d	Payment of compensation (or payment or reimbursement of expenses if more than $1,000)? 990 Part V & Sch 6	2d	X	
e	Transfer of any part of its income or assets?	2e		X
3	Does the organization make grants for scholarships, fellowships, student loans, etc ? (See NOTE below)	3		X
4	Do you have a section 403(b) annuity plan for your employees?	4	X	

Note *Attach a statement to explain how the organization determines that individuals or organizations receiving grants or loans from it in furtherance of its charitable programs "qualify" to receive payments*

Part IV Reason for Non-Private Foundation Status (See pages 3 through 5 of the instructions)

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

5 ☐ A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)

6 ☐ A school Section 170(b)(1)(A)(ii) (Also complete Part V)

7 ☐ A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)

8 ☐ A Federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)

9 ☐ A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) ENTER THE HOSPITAL'S NAME, CITY, AND STATE

10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the SUPPORT SCHEDULE in Part IV-A)

11 a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the SUPPORT SCHEDULE in Part IV-A)

11 b ☐ A community trust Section 170(b)(1)(A)(vi) (Also complete the SUPPORT SCHEDULE in Part IV-A)

12 ☐ An organization that normally receives (1) MORE THAN 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc , functions - subject to certain exceptions, and (2) NO MORE THAN 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the SUPPORT SCHEDULE in Part IV-A)

13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in (1) lines 5 through 12 above, or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2) (See section 509(a)(3))

Provide the following information about the supported organizations (See page 5 of the instructions)

(a) Name(s) of supported organization(s)	(b) Line number from above
N/A	

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

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) USE CASH METHOD OF ACCOUNTING

Note: *You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting*

	Calendar year (or fiscal year beginning in)	(a) 2001	(b) 2000	(c) 1999	(d) 1998	(e) Total
15	Gifts, grants, and contributions received (Do not include unusual grants See line 28)	2,411,425	1,813,097	1,173,859	774,533	6,172,914
16	Membership fees received					0
17	Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc , purpose	56,722	46,958	8,985	5,900	118,565
18	Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	65,681	58,773	41,370	12,550	178,374
19	Net income from unrelated business activities not included in line 18					0
20	Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					0
21	The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					0
22	Other income Attach a schedule Do not include gain or (loss) from sale of capital assets					0
23	Total of lines 15 through 22	2,533,828	1,918,828	1,224,214	792,983	6,469,853
24	Line 23 minus line 17	2,477,106	1,871,870	1,215,229	787,083	6,351,288
25	Enter 1% of line 23	25,338	19,188	12,242	7,930	

26 ORGANIZATIONS DESCRIBED ON LINES 10 OR 11 **a** Enter 2% of amount in column (e), line 24 **26a** 127,026

b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1998 through 2001 exceeded the amount shown in line 26a DO NOT FILE THIS LIST WITH YOUR RETURN Enter the total of all these excess amounts **26b** 3,801,600

c Total support for section 509(a)(1) test Enter line 24, column (e) **26c** 6,351,288

d Add Amounts from column (e) for lines 18 178,374 19 0 22 0 26b 3,801,600 **26d** 3,979,974

e Public support (line 26c minus line 26d total) **26e** 2,371,314

f PUBLIC SUPPORT PERCENTAGE (LINE 26E (NUMERATOR) DIVIDED BY LINE 26C (DENOMINATOR)) **26f** 37 34%

27 ORGANIZATIONS DESCRIBED ON LINE 12 **a** For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person " DO NOT FILE THIS LIST WITH YOUR RETURN Enter the sum of such amounts for each year N/A

(2001) ______ (2000) ______ (1999) ______ (1998) ______

b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the LARGER of (1) the amount on line 25 for the year or (2) $5,000 (Include in the list organizations described in lines 5 through 11, as well as individuals) DO NOT FILE THIS LIST WITH YOUR RETURN After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year

(2001) ______ (2000) ______ (1999) ______ (1998) ______

c Add Amounts from column (e) for lines 15 0 16 0 17 0 20 0 21 0 **27c** 0

d Add Line 27a total 0 and line 27b total 0 **27d** 0

e Public support (line 27c total minus line 27d total) **27e** 0

f Total support for section 509(a)(2) test Enter amount from line 23, column (e) **27f** 0

g PUBLIC SUPPORT PERCENTAGE (LINE 27E (NUMERATOR) DIVIDED BY LINE 27F (DENOMINATOR)) **27g** 0 00%

h INVESTMENT INCOME PERCENTAGE (LINE 18, COLUMN (E) (NUMERATOR) DIVIDED BY LINE 27F (DENOMINATOR)) **27h** 0 00%

28 UNUSUAL GRANTS For an organization described in line 10, 11, or 12 that received any unusual grants during 1998 through 2001, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant DO NOT FILE THIS LIST WITH YOUR RETURN Do not include these grants in line 15 None

Part V Private School Questionnaire (See page 7 of the instructions)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

N/A

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

Part VI-A **Lobbying Expenditures by Electing Public Charities** (See page 9 of the instructions)
(To be completed ONLY by an eligible organization that filed Form 5768)

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

	Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		0
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37		27,821
38	Total lobbying expenditures (add lines 36 and 37)	38	0	27,821
39	Other exempt purpose expenditures	39		3,787,836
40	Total exempt purpose expenditures (add lines 38 and 39)	40	0	3,815,657
41	Lobbying nontaxable amount Enter the amount from the following table -			
	If the amount on line 40 is - / **The lobbying nontaxable amount is -**			
	Not over $500,000 / 20% of the amount on line 40			
	Over $500,000 but not over $1,000,000 / $100,000 plus 15% of the excess over $500,000			
	Over $1,000,000 but not over $1,500,000 / $175,000 plus 10% of the excess over $1,000,000	41	0	340,783
	Over $1,500,000 but not over $17,000,000 / $225,000 plus 5% of the excess over $1,500,000			
	Over $17,000,000 / $1,000,000			
42	Grassroots nontaxable amount (enter 25% of line 41)	42	0	85,196
43	Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43	0	0
44	Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44	0	0

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

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below
See the instructions for lines 45 through 50 on page 11 of the instructions)

	Calendar year (or fiscal year beginning in)	Lobbying Expenditures During 4-Year Averaging Period (a) 2002	(b) 2001	(c) 2000	(d) 1999	(e) Total
45	Lobbying nontaxable amount	340,783				340,783
46	Lobbying ceiling amount (150% of line 45(e))					511,175
47	Total lobbying expenditures	27,821				27,821
48	Grassroots nontaxable amount	85,196				85,196
49	Grassroots ceiling amount (150% of line 48(e))					127,794
50	Grassroots lobbying expenditures	0				0

Part VI-B **Lobbying Activity by Nonelecting Public Charities**
(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions) N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h)			0

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

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 12 of the instructions)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting organization to a noncharitable exempt organization of			
(i) Cash	51a(i)		X
(ii) Other assets	a(ii)		X
b Other transactions			
(i) Sales or exchanges of assets with a noncharitable exempt organization	b(i)		X
(ii) Purchases of assets from a noncharitable exempt organization	b(ii)		X
(iii) Rental of facilities, equipment, or other assets	b(iii)		X
(iv) Reimbursement arrangements	b(iv)		X
(v) Loans or loan guarantees	b(v)		X
(vi) Performance of services or membership or fundraising solicitations	b(vi)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

52 a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Civic Ventures
EIN 94-3274339
Year Ended December 31 2002
Schedules Attached to 2002 Form 990

Schedule 1 - Part I, line 10 - Gross Profit from Sales of Inventory

	Gross Sales	Cost of Goods Sold	Gross Profit
Book sales	7 483	0	7 483

Schedule 2 - Part II, line 22 - Grants to Others

Grantee name and address	Amount	Purpose of grant
Area Agency on Aging 1366 E Thomas Road #108 Phoenix, AZ 85014	11,495	Support of Experience Corps project
Community Service Society of New York 105 E 22nd Street New York NY 10010	116,860	Support of Experience Corps project
John Hopkins University 2024 East Monument Street, Ste 2-700 Baltimore, MD 21205	249,353	Support of Experience Corps project
Generations, Inc 59 Temple Place, Ste 200 Boston MA 02111	200 600	Support of Experience Corps project
Moss Beach Homes 333 Gellert Blvd , #203 Daly City, CA 94015	39,213	Support of Experience Corps project
RSVP - Cleveland 4614 Prospect Ave Ste 205 Cleveland, OH 44103	31 099	Support of Experience Corps project
Volunteers of America - Minnesota 5905 Golden Valley Road, Suite 110 Minneapolis, MN 55422-4490	95 119	Support of Experience Corps project
United Neighborhood Houses 70 West 36th Street, 5th Floor New York NY 10018	46,945	Support of Experience Corps project
Metropolitan Family Services 230 NE 2nd Avenue, #2 Hillsboro, OR 97124	149 730	Support of Experience Corps project
YMCA of Greater Kansas City 3100 Broadway #930 Kansas City MO 64111	162 286	Support of Experience Corps project
Temple University Grants and Contracts Dept Wachman Hall 10th FL 1803 N Broad Street Philadelphia PA 19122	288,414	Support of Experience Corps project
New Hampshire Charitable Foundation 37 Pleasant Street Concord NH 03301	25 000	Increase civic engagement among New Hampshire retirees
	1 416 114	

Civic Ventures
EIN 94-3274339
Year Ended December 31, 2002
Schedules Attached to 2002 Form 990

Schedule 3 - Part II, line 42 and Part IV, line 57 - Fixed assets and depreciation

Description	Method/ Life	Cost or Basis	Prior Depreciation	Current Depreciation	Accumulated Depreciation
Computer equipment	SL/3 years	64,538	25,163	16,762	41,926
Office equipment	SL/5 years	73,674	17,669	8,966	26,635
Leasehold improvements	SL/5 years	1,982	-	-	-
Depreciation on assets disposed of in 2002				15,879	
		140,193	42,832	41,607	68,560

Civic Ventures
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Schedules Attached to 2002 Form 990

Schedule 4 - Part III - Statement of Program Service Accomplishments

Civic Ventures promotes innovative ideas for engaging older Americans in service to their communities

Program Development: **(Grants and allocations $1,416,114)** **$ 2,638,095**
Civic Ventures creates more compelling opportunities for older Americans to serve their communities

Experience Corps® Expansion and Development Civic Ventures serves as the central office for this signature program that operates in 13 cities throughout the country The program provides schools and youth-serving organizations with a critical mass of caring older adults to improve academic performance and development of young people Civic Ventures coordinates regular phone conference calls, annual project director trainings, and a newsletter and electronic bulletin board, allowing the network of sites to share vital information and support each other Civic Ventures helps to establish or refine standards for the projects, informs expansion and identifies potential new sites, offers additional training and professional development opportunities, and provides a national voice for Experience Corps

Civic Ventures released a new report on "Engaging Older Volunteers in After-School Programs " The report describes after-school programs that involve older volunteers, including Experience Corps projects in Boston, Washington, DC, Kansas City, and San Francisco

Field Building: **$ 327,265**
Civic Ventures promotes policies that enable older Americans to become involved in strengthening communities

Coming of Age Conference In October 2002, Civic Ventures convened its 4th annual Coming of Age conference in Warrenton, VA Eighty leaders from community organizations, national institutions, foundations and government agencies gathered for two days to discuss public policy – where it stands and where it needs to go in order to achieve a quantum leap in civic activity among older adults

Public Affairs: **$488,447**
Civic Ventures works to improve knowledge about and public awareness of efforts involving older Americans in service

Recasting Retirement New Perspectives on Aging and Civic Engagement A summary of market research findings that provide insights into how Americans are experiencing retirement, and what role language, concepts, and programs can play in attracting this growing population to public service

The New Face of Retirement An Ongoing Survey of American Attitudes on Aging In Summer 2002, Civic Ventures undertook its second national survey focusing on the attitudes of the next generation of retirees toward continuing to contribute to society The effort was conducted by Peter D Hart Research Associates of Washington, D C and was funded by the David and Lucile Packard Foundation Conducted from July 22 to July 31, 2002, the poll includes 600 older Americans aged 50 to 75, including 300 volunteers and 300 non-volunteers The results were released August 19, 2002

Innovations This ongoing documentary series profiles the work of creative organizations that engage older Americans in new and compelling ways to revitalize their communities In 2002, Civic Ventures published

> *Giving Shelter RV Care-A-Vanners* This story follows several RV Care-A-Vanners on their journey to reinvest in community—and not just their own—by building houses with Habitat for Humanity and helping low-income families make a fresh start At the same time, these older adults are building the kinds of relationships they found most often on the job relationships with a purpose

Total Program Service Expenses $3,453,807

Civic Ventures
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Year Ended December 31, 2002
Schedules Attached to 2002 Form 990

Schedule 5 - Part VIII - Relationship of Activities to the Accomplishment of Exempt Purposes

Line No	Explanation
93a	Fees to offset travel and time for speaking engagements about older adults and civic participation
93b	Conference related to promotion of civic participation of older Americans
93c	Supported staff time in creating joint project with Libraries for the Future to serve older adults
102	Sales offset printing and shipping book highlighting older adults and examples of civic engagement

Schedule 6 - Schedule A, Part III, 2d - Reimbursement of expenses to directors, officers and key employees.

Name	Amount of Reimbursemen	Description
Marc Freedman	50 937	Reimbursement for work-travel expenses and purchases of office supplies and equipment
Phyllis Moen	1,026	Reimbursement for travel to board meetings and conferences related to Civic Ventures
Ruth Wooden	1 217	Reimbursement for travel to board meetings and conferences related to Civic Ventures
William Berkeley	1,481	Reimbursement for travel to board meetings and conferences related to Civic Ventures