

Governor
Steve Sisolak

Executive Director
Asheesh S. Bhalla



Members
Treasurer Zach Conine
Director David Bobzien
Director Michael Brown
Director Terry J. Reynolds
Director Kristina Swallow

State of Nevada
STATE INFRASTRUCTURE BANK

PUBLIC NOTICE

AGENDA

MEETING OF THE STATE INFRASTRUCTURE BANK
October 10, 2022
3:00 P.M.

Locations:

Via videoconference at the following locations:

Old Assembly Chambers
Capitol Building, Second Floor
101 N. Carson Street
Carson City, NV 89701

Governor's Conference Room
Grant Sawyer State Office Building
555 E. Washington Avenue, Suite 5100
Las Vegas, NV 89101

Agenda Items:

1. Roll Call
2. NRS Chapter 241 - Open Meeting Law Compliance
3. Public Comment
Comments from the public are invited at this time. However, no action may be taken on a matter. No restriction will be imposed based on viewpoint. Comment will only be received on matters relevant to the Board's jurisdiction. Public comments may be limited to three (3) minutes per person at the discretion of the Chair.
4. Approval of the minutes from the State Infrastructure Bank Board of Directors meeting from August 12, 2022. **(For discussion and possible action).**
5. Welcome and introduction from the Executive Director of the Nevada State Infrastructure Bank **(For discussion only).**
6. Election of a Chair and Vice Chair for the Board of Directors of the Nevada State Infrastructure Bank. NRS 408.55069(6). **(For discussion and possible action).**

7. Approval of NRS 408.55087 annual report of the Board of Directors of the Nevada State Infrastructure Bank to the Governor and LCB (submitted September 30, 2022). **(For discussion and possible action)**

8. Approval of proposed amendments to the Investment Policy Statement for the Nevada State Infrastructure Bank, and direction to staff as appropriate. **(For discussion and possible action).**

Presenter: Asheesh Bhalla, Executive Director, Nevada State Infrastructure Bank

9. Presentation on the Desert Pines Master Planned Community and opportunities for partnership with the Nevada State Infrastructure Bank. **(For discussion only).**

Presenters: Ted Chandler - AFL-CIO Housing Investment Trust, Joseph Weatherly – McCormack Baron Salazar, and Daniel Falcon – McCormack Baron Salazar

10. Presentation on the proposed Nevada Facilities Fund project requesting a loan from the Nevada State Infrastructure Bank **(For discussion only).**

Presenters: Jana Wilcox-Lavin - Opportunity 180, Shawn McCormack – Equitable Facilities Fund, Mike McGregor Equitable Facilities Fund

11. Conditional approval of project eligibility and proposed term sheet with Opportunity 180 for up to \$15,000,000 from the Charter School Capital Needs Revolving Account to establish the Nevada Facilities Fund, and direction to staff as appropriate. **(For discussion and possible action).**

Presenters: Asheesh Bhalla, Executive Director, Nevada State Infrastructure Bank and Erik Jimenez, Chief Policy Deputy, Nevada State Treasurer’s Office

12. Public Comment.
Comments from the public are invited at this time. However, no action may be taken on a matter. No restriction will be imposed based on viewpoint. Comment will only be received on matters relevant to the Board’s jurisdiction. Public comments may be limited to three (3) minutes per person at the discretion of the Chair.

ADJOURNMENT

Notes:

STACKED AGENDA: Below is an agenda of all items scheduled to be considered. Unless otherwise stated, items may be taken out of the order presented on the agenda by the discretion of the Chair. Items may also be combined for consideration or pulled or removed from the agenda at any time. Persons who have business before the Commission are solely responsible to see that they are present when their business is conducted. Pursuant to NRS 241.030 the Commission may conduct a closed meeting to consider the character, allegations of misconduct, professional competence, or physical and mental health of a person. Prior to the commencement and conclusion of a quasi-judicial proceeding that may affect the due process rights of an individual, the Board may refuse to consider public comment. See NRS 233B.126.

The State Infrastructure Bank is pleased to make reasonable accommodations for persons with physical disabilities. Please call (775) 684-7109 if assistance is needed.

Erik Jimenez, Secretary to the Board may be contacted at (775) 684-5600 to obtain copies of supporting materials, which are available to the public at 101 N. Carson St., Suite 4, Carson City, NV 89701.

THIS AGENDA HAS BEEN POSTED IN THE FOLLOWING PUBLIC LOCATIONS:

1263 South Stewart Street, Carson City, NV 89701 Also online at:
https://www.nevadatreasurer.gov/PublicInfo/Public_Notices/ and <https://notice.nv.gov/>.

STATE INFRASTRUCTURE BANK

August 12, 2022 – 1:00 PM

Summary Minutes

Location:

Via videoconference at the following locations:

Old Assembly Chambers	Governor's Office Conference Room
Capitol Building, Second Floor	555 E Washington Avenue, Suite 5100
101 N. Carson Street	Las Vegas, NV 89101
Carson City, NV 89701	

Treasurer Conine called the meeting to order at 1:00 pm

Board members present:

Treasurer Zach Conine – Las Vegas
Director David Bobzien – Governor's Office of Energy - Carson City
Director Michael Brown – Governor's Office of Economic Development – Las Vegas
Director Terry Reynolds – Business and Industry - Carson City
Director Kristina Swallow – Nevada Dept. of Transportation – Las Vegas

Others present:

Erik Jimenez: Treasurer's Office
Rosalie Bordelove: Attorney General
Felicia Denney: Dept. of Transportation

Agenda Item 2 – Public Comment.

No public comment in Carson City or Las Vegas. No written public comment.

Agenda Item 3 – For discussion and possible action. – Approval of the minutes from the State Infrastructure Bank Board of Directors meetings from June 15, 2022.

Motion to approve this agenda item from Director Brown and a second from Director Swallow. Motion passed unanimously.

Agenda Item 4 – For discussion. Informational Item. – Approval of proposed administrative expenses for the operation of the Nevada State Infrastructure Bank.

Felicia Denney Assistant Director of Administration with the Nevada Department of Transportation (NDOT) provided an overview of the proposed administrative expenses. She reviewed that NDOT has administrative activities funded with State Highway Funds. In accordance with the State Constitution Article 9, Section 5 the funding can only be used for the construction, maintenance, and repair of public highways. The 2021 Legislature issued a letter of intent requiring NDOT to develop a cost allocation to reimburse the department for the services that it provides to the State Infrastructure Bank (SIB). She noted they have worked with Chief Deputy Treasurer Tara Hagan and thanked her for all her work and support. She stated they have identified administrative tasks that they are seeking approval to get reimbursement for. Those tasks include close of the State Infrastructure Bank's administrative budget account and establishing four budget accounts in the Nevada Executive Budget System (NEBS). They will also need to set up accounts accordingly in

NDOT's Integrated Financial System to budget the Affordable Housing and Charter School Capital Needs Revolving Budget Accounts, the Federal Infrastructure Matching, and the State Infrastructure General Budget Accounts. They are planning to input the fiscal year 2024 and 2025 budgets into NEBS for the SIB. She reviewed they are seeking approval for reimbursement not to exceed \$1,109.85. What they request is the actual cost as allocated in their system for the time spent on such tasks.

Treasurer Conine expressed his gratitude to NDOT and his team for working through this new process.

Motion to approve this agenda item from Director Reynolds and a second from Director Swallow. Motion passed unanimously.

Agenda Item 5 – For discussion and possible action. – Approval of requests for budget enhancements for the 2023 biennium and direction to staff as appropriate

Chief Policy Deputy Erik Jimenez presented the budget enhancements shown on page 9 of the board materials. He reviewed they need to work with NDOT to begin inputting the necessary budget enhancements for the SIB for the upcoming biennium and would like to have this completed by the end of the month as that is the internal deadline set forth by GFO. He stated that during the legislative session, all administrative costs for the bank were funded out of the Consolidated Bond Interest and Redemption Fund (BA-1082) to ensure that the bank could have access to the total amount of capital for loans through the \$75,000,000 in the Capital Improvement Program. He noted they could also begin the process without impeding its ability to do loans. In the first year of the biennium, the bank was allocated \$230,545 and in the fiscal year 2023, it received \$227,760 totaling \$458,305. Staff is recommending they continue with the administrative amounts that were outlined in the fiscal year 2023 (FY23) to budget for the fiscal year 2024 (FY24) through the 2025 (FY25) biennium. He reviewed that now that they are onboarding the executive director and administrative assistant, they anticipate having those costs continue into the upcoming biennium. He went over the recommended budget enhancements for FY24 and FY25. They are requesting assistance from the bank in funding for a financial consultant not to exceed \$60,000 per year, funding for legal services necessary not to exceed \$100,000 per year, and funding for two additional FTEs for a loan officer and accounting and fiscal administrator to assist with the day-to-day budget and fiscal operation of the bank. Motion to continue the budgeted amounts in FY23 to move forward to the FY24 and FY25 biennium with the proposed enhancements.

Director Reynolds inquired if there will be fees associated with the bond issues that will help cover these costs in the future.

Mr. Jimenez thanked Director Reynolds for the question. He explained that the funding for the bank for the upcoming biennium will continue to come out of the Bond Interest and Redemption Fund to get another cycle before they go back to the legislature and model for sustainability. Therefore, the bond sale fees can be covered under the Bond Interest and Redemption Fund.

Director Reynolds asked if it would be better if they set up that program now to have with the bonds instead of having to go back to make adjustments and issue bonds for that period in terms of fees that may be allocated back to the financial consultant.

Mr. Jimenez noted he brings up a good point and does not see an issue in directing into

incorporating those costs now.

Director Reynolds suggested that the Executive Director and staff look at fees and costs for the issuance of bonds that can be covered for future expenses and would be appropriate to start the process under these budget appropriations.

Motion to approve this agenda item from Director Reynolds and a second from Director Brown. Motion passed unanimously.

Agenda Item 6 – For discussion and possible action. – Approval of an Interest Rate Setting Methodology for loans and other financial assistance provided to qualified borrowers of the Nevada State Infrastructure Bank.

Mr. Jimenez presented the Interest Rate Setting Methodology referenced on page 10 of the board materials. He reviewed it is the last administrative task before this bank can issue loans and other financial assistance to borrowers who need infrastructure funding. He noted the regulation that was promulgated by this Board and the Legislative Commission requires the Board of Directors to establish this methodology prior to giving loans and is designed to be benchmarked based on the Municipal Market Data Index (MMD) rates and other nationally recognized benchmarks. They also want to ensure that they can mitigate the risk of lending to more and less creditworthy borrowers under different rates and subsidies applied based on an applicant's credit rating. The subsidies that can be applied are outlined in the regulation and include the structure and organization of the applicant. The local fiscal capacity for the project is measured by the median household income, debt per user or household, and applicable taxes and fees as a percentage. He reviewed the factors and additional subsidies that may be available to borrowers based on certain criteria and limitations. He noted they are contemplating four different types of loans and want to give the Board the flexibility and understanding that a housing project is not the same as a general infrastructure water project and that a charter school might require different loan terms. He went over the examples of various interest rate scenarios found in Aaa and Baa Rated Borrowers. An Unrated Borrower would use a Baa Rate based on the number of years for the loan term. These rates will fluctuate based on the time period and will move to better reflect the market. The goal of this bank is to offer competitive rates for borrowers where they can perform better than the marketplace as an incentive to get borrowers to use the bank and ensure it gets a certain rate of return. He specified with the exception of the three loans made, the total amount of subsidies for other infrastructure projects would be limited to the equivalent of a 2-letter category credit upgrade and a 1-Security Pledge upgrade, unless otherwise determined by the Board. He reviewed the upper limits on loan rates would be governed by applicable tax law limitations. This methodology could be changed over time.

Director Reynolds expressed his concern with unrated bonds and noted it appears there wouldn't be much of an incentive for credit enhancement as the rates are low which allows people with unrated credit to get loans although they may want them to have credit enhancements. He asked how they can deal with that scenario and if they have the flexibility to require that.

Mr. Jimenez commented there would have to be a robust staff analysis that would need to take place before any loan or financial assistance is brought for consideration to the Board. He agreed that requiring a level of credit enhancements should be determined by the Board whether through policy or rate setting methodology.

Motion to approve this agenda item from Director Swallow and a second from Director Reynolds. Motion passed unanimously.

Agenda Item 7 – For discussion and possible action. – Approval of a recommendation to Nevada Governor Steve Sisolak to consider Asheesh Bhalla to serve as the Executive Director of the State Infrastructure Bank.

Mr. Jimenez presented the Board with the recommendation of whom they believe is the most qualified candidate for the Executive Director of the SIB reviewed on pages 15 through 17 of the materials. He reviewed they received (29) applications in total for this position where (5) were interviewed and identified (1) that can provide a solid level skill set and experience to this Board from an infrastructure financing perspective and also on a legal basis. They concluded that Asheesh Bhalla would be the best fit to serve as the Executive Director.

Director Reynolds added that Mr. Bhalla has worked with them in their Real Estate Division with the Nevada State Athletic Commission and other areas. He recommends and agrees that he is an excellent highly-qualified candidate. He expressed that they are very fortunate to have a candidate like him.

Motion to approve this agenda item from Director Reynolds and a second from Director Bobzien. Motion passed unanimously.

Agenda Item 8 – Public Comment

No public comment in Carson City or Las Vegas. No written public comment.

Meeting adjourned at 1:33 pm.

MEMORANDUM

To: Governor Steve Sisolak; Brenda Erdoes – Director, Nevada Legislative Counsel Bureau
From: Board of Directors, Nevada State Infrastructure Bank
Date: September 29, 2022
Subject: Nevada State Infrastructure Bank – 2022 Annual Report

Pursuant to NRS 408.55087 the Board of Directors (“Board”) of the Nevada State Infrastructure Bank (“Bank”) shall file an annual report to the Governor and the Nevada Legislature concerning the Bank’s operations.

Pursuant to Senate Bill 430 from the 81st Session of the Nevada Legislature, the Bank formally commenced operations on July 1, 2021.

Board Governance

The Board held its first meeting on August 16, 2021, after the passage of Senate Bill 430 (SB430).

At the August 16, 2021 meeting, the Board elected State Treasurer Zach Conine to serve as its Chair and Director of the Nevada Department of Transportation Kristina Swallow to serve as Vice-Chair.

During this time an Executive Director had not yet been appointed by Governor Steve Sisolak. As such, the Board directed staff of the State Treasurer’s Office to assist with administrative tasks as follows: 1) conducting a search for an Executive Director candidate to recommend to the Governor, and 2) working to meet other statutory requirements to allow the Bank to provide loans and other financial assistance to qualified borrowers.

Since its first meeting the Board of Directors has also met four additional times to conduct its business. These meetings were held on January 5, 2022, April 11, 2022, June 15, 2022, and August 12, 2022.

Promulgation of Regulations

After the first meeting of the Board of Directors on August 16, 2021, the Nevada Attorney General’s Office consulted with the Bank’s acting staff and recommended that the Bank proceed through the standard NRS Chapter 233B regulatory process to establish policies for which the Bank would process, evaluate, and prioritize loans and other financial assistance through the Bank.

As a result of this guidance, and to incorporate the greatest level of feedback from stakeholders as possible, the Board approved a 30-day public comment period in compliance with NRS Chapter 233B for the following areas:

- 1) The establishment of criteria, policies, and guidelines for qualified borrowers from the Bank.

- 2) The Financing Application for Qualified Borrowers as set forth in NRS 408.55074.
- 3) A proposed capital allocation for the \$75 million afforded to the Bank through the 2021 Capital Improvement Program.

Additionally, the Board directed staff to pursue the regulatory process as needed for each of these items.

Upon receiving this Board approval, staff worked with the Legislative Counsel Bureau to draft LCB File No. R027-22, which proposed establishing procedures for the review of applications for a loan or other financial assistance submitted to the Bank, establishing considerations of the Board in reviewing applications, establishes requirements for obtaining a loan or other financial assistance from the Bank and the terms of such loans or other financial assistance, establishing requirements for work hours performed on construction projects funded in whole or in part by the Bank, and providing for other matters properly relating thereto.

On March 28, 2022, staff held the first regulation workshop on R017-22, a total of 28 individuals attended the workshop, eight individuals provided testimony, and three individuals submitted written comments on the proposed regulation.

On April 4, 2022, staff held a second regulation workshop to present a revised version of R017-22 based on feedback that was received during the first workshop. At this second regulatory workshop, 16 individuals were in attendance, five individuals provided testimony, and one individual provided written comments.

In anticipation of the Board adopting the proposed regulation on April 11, 2022, the Legislative Commission conducted an early review of the proposed regulation to ensure statutory compliance at its meeting on April 8, 2022.

The Legislative Commission then approved R017-22, and the Board subsequently approved the regulation at the regulation hearing on April 11, 2022.

The regulation for the Bank requires or provides as follows:

1. Information that must be included in an application for a loan or other financial assistance from the Bank.
2. Staff of the Bank are required to review, analyze, and obtain certain information regarding each application for a loan or other financial assistance that is submitted to the Bank.
3. Staff of the Bank are required to prepare a report containing the result of the analysis and to make a recommendation regarding whether to approve or reject the application and the amount and terms of the loan or other financial assistance to offer to the qualified borrower, if the application is approved.
4. Requires the Board, in evaluating applications, to consider whether approval of an application is consistent with the report prepared a by staff of the Bank, certain environmental standards and goals of the State and the goal of the Bank to dedicate at least 40 percent of the principal amount of the loans and other financial assistance provided by the Bank to projects located in certain areas of the State.
5. Requires the Bank to collect data regarding where qualified projects are located and the impact of those projects.
6. Prohibits the Board from approving an application by an applicant that fails to meet certain standards and authorizes the Board to reject an application by an applicant who previously defaulted on a debt.

7. Requires a qualified borrower pay an origination fee as a condition of closing on a loan or other financial assistance from the Bank.
8. Establishes provisions governing requirements that may be placed in a financing agreement by the Board to provide sufficient security to the Bank and to address the unique credit features of a qualified borrower or qualified project.
9. Establishes provisions governing how the term of a loan or other financial assistance and the interest rate on a loan or other financial assistance with the Bank will be determined.
10. The Bank may include certain provisions regarding loan repayments in a financing agreement with the Bank and authorizes a qualified borrower to make prepayments on a loan or other financial assistance subject to the payment of certain premiums.
11. A certain percentage of work hours performed on a qualified project be performed by residents of Nevada, including disadvantaged workers and apprentices, including first year apprentices.
12. Authorizes a qualified borrower who is unable to comply with these requirements to seek an exemption from the Executive Director of the Bank.
13. Creates in the Nevada State Infrastructure Bank Fund the Affordable Housing Revolving Account, the Charter School Capital Needs Revolving Account, the Federal Infrastructure Matching Account, and the State Infrastructure Bank General Account and authorize the Board of Directors of the Bank to approve an application for a loan or other financial assistance from those accounts.
14. Establish the monetary limits for loans and other financial assistance provided through these accounts.

Requires construction performed on a qualified project paid for in whole or in part from the Affordable Housing Revolving Account or the Federal Infrastructure Matching Account to be performed under a project labor agreement.

As noted above, the regulation established four separate accounts within the Nevada State Bank Fund:

- 1) The Affordable Housing Revolving Account;
- 2) The Charter School Capital Needs Revolving Account;
- 3) The Federal Infrastructure Matching Account; and
- 4) The State Infrastructure Bank General Account.

A more detailed explanation of each account is included below.

Affordable Housing Revolving Account

As part of the Bank's regulation, the Affordable Housing Revolving Account was established within the Nevada State Infrastructure Bank Fund.

Pursuant to the regulation, the Board of Directors may approve an application for a loan or other financial assistance from this account, if in addition to satisfying all other requirements of regulation and statute, the loan or other financial assistance will be used to finance the costs associated with the development, construction, repair, improvement, maintenance, or acquisition of a multi-family housing project.

In order to qualify for financing:

- At least 75% of the total project must be dedicated solely for resident housing;
- The project must meet the definition of affordable housing as defined in NRS 278.0105;
- The amount of the loan or other financial assistance must be matched by an equal or greater amount through a pension fund investor or a commingled fund of pension fund investments with a demonstrated track record of successful investment in affordable housing;

- The developer selected for the eligible project demonstrates a long-term commitment to hiring local residents and using apprentices registered with the State Apprenticeship Council; and
- The construction on the project must be performed under a project labor agreement as described in 29 U.S. Code § 158(f).

As specified in the regulation, loans or other financial assistance through the Affordable Housing Revolving Account must not exceed \$20 million per applicant unless the Board determines that lending capacity and other factors justify providing financing in a greater amount.

Additionally, all funds through the Affordable Housing Revolving Account are required to be structured as subordinate debt to pension fund investors making a significant investment in the project.

Charter School Capital Needs Revolving Account

As part of the Bank’s regulation, the Charter School Capital Needs Revolving Account was also established within the Nevada State Infrastructure Bank Fund.

Pursuant to the regulation, the Board may approve an application for a loan or other financial assistance from this account, if in addition to satisfying all other requirements of regulation and statute, the loan or other financial assistance will be used to finance or refinance outstanding debt for the costs associated with the development, construction, repair, improvement, maintenance, or acquisition of a charter school facility for a new or existing charter school.

In order to qualify for financing:

- Funds must be used to support new or existing charter schools that serve at least 60% of pupils who are considered at-risk as defined in NRS 388A.045;
- The developer selected for the eligible project demonstrates a long-term commitment to hiring local residents and using apprentices registered with the State Apprenticeship Council; and
- The applicant has provided written authorization for the project from the sponsor to of the charter school.

As specified in the regulation, loans or other financial assistance through the Charter School Capital Needs Revolving Account must not exceed \$15 million per applicant unless the Board determines that lending capacity and other factors justify providing financing in a greater amount.

Federal Infrastructure Matching Account

Additionally, as part of the Bank’s regulation, the Federal Infrastructure Matching Account was also established within the Nevada State Infrastructure Bank Fund.

Pursuant to the regulation, the Board may approve an application for a loan or other financial assistance from this account, if in addition to satisfying all other requirements of regulation and statute, the loan or other financial assistance will be used to finance:

- All or part of the eligible costs of an eligible project under NRS Chapter 408;
- The federal investment in the project exceeds the amount of the loan or other financial assistance;
- The developer selected for the eligible project demonstrates a long-term commitment to hiring local residents and using apprentices registered with the State Apprenticeship Council; and

- The construction on the project must be performed under a project labor agreement as described in 29 U.S. Code § 158(f).

As specified in the regulation, loans or other financial assistance through the Federal Infrastructure Matching Account must not exceed \$40 million per applicant unless the Board determines that lending capacity and other factors justify providing financing in a greater amount.

State Infrastructure Bank General Account

Finally, as part of the Bank’s regulation, the State Infrastructure Bank General Account was also established within the Nevada State Infrastructure Bank Fund.

Pursuant to the regulation, the Board may approve an application for a loan or other financial assistance from this account, if in addition to satisfying all other requirements of regulation and statute, the loan or other financial assistance will be used to finance:

- All or part of the eligible costs of an eligible project under NRS Chapter 408;
- A project that is not eligible to receive funding from either the Affordable Housing Revolving Account, the Charter School Capital Needs Revolving Account, or the Federal Infrastructure Matching Account; and
- The developer of an eligible project that demonstrates a long-term commitment to hiring local residents and using apprentices registered with the State Apprenticeship Council.

As specified in the regulation, loans or other financial assistance through the Federal Infrastructure Matching Account must not exceed \$40 million per applicant unless the Board determines that lending capacity and other factors justify providing financing in a greater amount.

Bond Issuance to Capitalize the Nevada State Infrastructure Bank

Through the 2021 Capital Improvement Program set forth in Assembly Bill 492, the Legislature authorized \$75 million in State general obligation bonds to be used to capitalize the Bank to provide loans and other financial assistance to qualified borrowers.

On March 8, 2022, the State Board of Finance approved the 2022 State Infrastructure Bank Bond Resolution, which authorized the issuance and sale of the State of Nevada, General Obligation (Limited Tax) Taxable State Infrastructure Bank Bonds, Series 2022A and the State of Nevada, General Obligation (Limited Tax) Taxable State Infrastructure Bank Bonds, Series 2022B (Social Bonds), in the combined maximum aggregate principal amount not to exceed \$75,000,000.

Upon receiving approval from the State Board of Finance and once the regulation for the Bank were fully promulgated, the State Treasurer’s Office completed the sale of these general obligation bonds on April 27, 2022. The bond sale was finalized on May 10, 2022.

As part of this bond sale, the State of Nevada had its highest credit ratings in history from Fitch Ratings, Moody’s Investor Services, and S&P Global Ratings, as all three major rating agencies have reaffirmed Nevada’s “Stable Outlook,” which is the direct result of responsible fiscal management during the COVID-19 pandemic coupled with the State’s strong economic recovery.

Nevada's ratings for its 2022 issuance of general obligation limited tax bonds for the Bank were as follows:

- Fitch Ratings: AA+, Outlook Stable
- S&P Global Ratings: AA+, Outlook Stable
- Moody's Investor Services: AA1, Outlook Stable

The high credit ratings assigned by the major rating agencies allowed the State of Nevada to finance priority infrastructure projects through the Bank at low market rates in a rising interest rate and high inflation rate environment.

The bond sale also marked the first time the State of Nevada has ever issued social bonds, as the Infrastructure Bank seeks to make historic investments in affordable housing and public charter schools using responsible labor and environmental practices.

As part of the bond sale, the State issued two series of general obligation bonds:

1) Series 2022A: \$40 million Aggregate Par - Taxable State Infrastructure Bank Bonds:

This \$40 million will finance qualified infrastructure projects through the State Infrastructure Bank in the form of revolving low-interest loans.

Proceeds from this sale will be used to support a Federal Infrastructure Matching Account, helping the State leverage hundreds of millions of dollars from the Infrastructure Investment and Jobs Act.

2) Series 2022B: \$35 million Aggregate Par – Taxable State Infrastructure Bank Social Bonds:

\$20 million of this series will be used to support affordable housing projects through the State Infrastructure Bank. Proceeds will be used to leverage an estimated 10x total capital committed with these proceeds to aid in the construction and renovation of affordable multi-family housing projects in partnership with the AFL-CIO Housing Investment Trust.

\$15 million of this series will be used to support capital financing for public charter schools through the State Infrastructure Bank. Proceeds will be used to support new and existing charter school facilities in low-income communities.

The Series 2022A (Taxable) bonds were sold with a true interest cost (TIC) of 3.001414% and the Series 2022B (Taxable) (Social Bonds) were sold with a true interest cost (TIC) of 3.003404%.

Financing Application

As specified in NRS 408.55074, a qualified borrower who wishes to obtain a loan or other financial assistance from the Bank must apply to the Bank in a manner proscribed by the Bank.

On June 15, 2022, the Board approved the Bank's Financing Application after receiving significant feedback from other state agencies, local governments, and outside stakeholders during the public comment period that was previously undertaken by the Bank.

On July 7, 2022, the Bank formally released its Financing Application and began accepting applications for loans and other financial assistance in the following categories:

- Up to \$40 million to support projects through an Infrastructure Matching Fund that will leverage hundreds of millions of dollars into Nevada from the Infrastructure Investment and Jobs Act;
- Up to \$20 million to support affordable housing projects in partnership with the AFL-CIO Housing Investment Trust;
- Up to \$15 million to support the development of charter schools in low-income communities.

In evaluating applications for financing, the Bank is also working to lever leverage outside capital and federal funding to help finance projects that improve quality of life, strengthen Nevada’s climate resiliency, and help to promote a strong economy for communities.

The Financing Application is currently posted on the State Treasurer’s Office website and can be accessed here:

<https://www.nevadatreasurer.gov/uploadedFiles/treasurernvgov/content/Home/Features/SIB%20FINAL%20APPLICATION.pdf>

Interest Rate Setting Methodology

Pursuant to the Bank’s regulation, the Board is responsible for establishing a methodology for determining the interest rate on a loan or other financial assistance provided by the Bank.

This interest rate methodology is required to establish an interest benchmark based on the Municipal Market Data Index published by Refinitiv and other nationally recognized benchmarks.

The Board of Directors is also provided with the ability to determine interest rate adjustments based upon various factors set forth in the regulation.

On August 12, 2022, the Board of Directors approved its Interest Rate Setting Methodology. A copy of this methodology is included as Appendix A in this report.

Hiring of an Executive Director

On September 7, 2022, Nevada Governor Steve Sisolak announced that he had appointed Asheesh S. Bhalla to serve as the Bank’s first Executive Director.

Mr. Bhalla is a former state prosecutor and corporate defense attorney. Mr. Bhalla served as the Deputy Attorney General for the Office of the Nevada Attorney General from December 2016 until September 2022.

As Deputy Attorney General Mr. Bhalla also served as counsel to Nevada state agencies including the Cannabis Compliance Board, State Environmental Commission, Nevada Athletic Commission, and the Real Estate Commission.

Now that Mr. Bhalla has been appointed by Governor Sisolak, the Bank is now ready to begin processing applications for loans and other financial assistance from the Bank.

Budget Account Balances:

As of the September 19, 2022, the Bank's various accounts have the following amounts in realized funding available:

- The Affordable Housing Revolving Account - \$19,933,323
- The Charter School Capital Needs Revolving - \$14,951,736
- The Federal Infrastructure Matching Account - \$39,876,652

Respectfully submitted by:

Asheesh S. Bhalla
Executive Director
Nevada State Infrastructure Bank

On behalf of the Board of Directors of the Nevada State Infrastructure Bank:

Zach Conine
Nevada State Treasurer
Chair, Nevada State Infrastructure Bank

STATE OF NEVADA
STATE INFRASTRUCTURE BANK (SIB)
INVESTMENT POLICY



Authorized by Board on June 15, 2022

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I. POLICY

This Investment Policy is intended to provide guidelines for the prudent investment of funds authorized to be deposited or invested by the Nevada State Infrastructure Bank (SIB).

II. SCOPE

It is intended that this Policy cover the deposit or investment of all funds belonging to the SIB, and any monies administered under any programs of the SIB, and any other fund, account, or program approved by the SIB Board of Directors or established by the Nevada Legislature, except as otherwise required by law, regulation, or SIB requirements, criteria, or polices approved by the Board.

III. PRUDENCE

The standard of care, per NRS 355.145, to be used by the Executive Director, as the individual authorized to make investment decisions on behalf of the SIB, will be the following “prudent person” standard, as hereafter quoted:

“The state treasurer shall exercise the judgment and care, under the circumstances then prevailing, which a person of prudence, discretion and intelligence exercises in the management of his own affairs, not in regard to speculation, but in regard to the investment of his money, considering the probable income as well as the probable safety of his capital.”

IV. OBJECTIVES

The overall program shall be designed and managed with a degree of professionalism worthy of a public trust. Consistent with Nevada Revised Statute 355.140, 355.180, and 356.005 the primary objectives, in order of priority of the SIB’s investment activities shall be:

A. Safety

Safety of principal is the foremost objective of the investment program. Investments in the SIB shall be undertaken to ensure the preservation of capital in the portfolio through the mitigation of credit risk and interest rate risk.

B. Liquidity

The SIB investments will remain sufficiently liquid to enable it to meet all reasonably anticipated cash flow requirements.

C. Return on Investment

The SIB seeks to enhance its financial return consistent with the prudent protection of its investments while conforming to all applicable state statutes governing the investment of these public funds.

V. DELEGATION OF AUTHORITY

NRS 408.55071(2) authorizes the Board to exercise any fiscal power granted to the SIB in NRS 408.55048 to 408.55088, inclusive, without the review or approval of any other department, division or agency of the State or any political subdivision.

NRS 408.55072(2) authorizes, among other things, the Executive Director, pursuant to the Board's direction, to invest money and reinvest any money belonging to the SIB. This Investment Policy constitutes Board approved procedures and guidelines directing the Executive Director's investment of money within the SIB pursuant to NRS 355.140, 355.180, and 356.005.

The Executive Director shall designate certain staff members to perform day-to-day fund management operations of SIB. All deposits and investments shall be made in strict accordance with the deposit and investment decisions of the Executive Director.

VI. INTERNAL CONTROLS

The Executive Director shall be responsible for all transactions undertaken by SIB staff and shall establish a system of controls to regulate the activities of staff. No person may engage in any deposit or investment transaction pertaining to the SIB funds except as provided under the terms of the control procedures established by the Executive Director.

VII. ETHICS & CONFLICTS OF INTEREST

The Executive Director and all SIB staff will act responsibly as the custodians of public funds. The staff will refrain from personal business activity that could create an appearance of impropriety or could conflict with the proper execution of the investment program or that could impair their ability to make impartial investment decisions. Employees and investment officials shall disclose to the Board any material financial interests in financial institutions that conduct business within Nevada, and they shall further disclose any large personal financial/investment positions that could be related to the performance of the portfolio. Employees and officers shall refrain from undertaking personal investment transactions with the same individual or entity with which business is conducted on behalf of the SIB.

VIII. AUTHORIZED FINANCIAL INSTITUTIONS, AND DEPOSITORIES

All deposits of SIB Fund money made by SIB staff shall be made in qualified public depositories pursuant to NRS 356.010 to 356.110, inclusive.

SIB shall invest any proceeds of SIB's direct bonds that are held outside of the State Treasury, to the extent applicable, in a manner consistent with NRS 355.140, 355.180, and 356.005.

IX. AUTHORIZED INVESTMENTS & ACCOUNTS

In accordance with the provisions of NRS 355.140, 355.180, 356.005, and this investment policy, all monies in the SIB shall be held in the State Treasury unless otherwise approved by the Board under Section X Authorized Investment & Deposits regarding funds held by bond trustees outside the State Treasury.

The accounts in State Treasury will be designated under the SIB Fund and include the following budget accounts:

- Affordable Housing Revolving Account
- Charter School Capital Needs Revolving Account
- Federal Infrastructure Matching Account
- State Infrastructure General Account

All revenue associated with an application and/or loan (e.g., origination fee, service fee, etc.) shall be deposited in the account designated for the loan type as defined in Nevada Administrative Code Chapter 408 sections 2 to 21, inclusive. Monies can be transferred amongst the four designated accounts as determined by the Executive Director to meet the obligations and projects approved by the Board.

Executive Director and staff will be responsible for completing any transfer of funds requests between the accounts to ensure the proper funding is available prior to expending any funds for an approved project.

X. AUTHORIZED INVESTMENTS & DEPOSITS – SIB FUNDS HELD BY BOND TRUSTEES OUTSIDE STATE TREASURY

In accordance with NRS 408.55077 as to the SIB funds that are proceeds of bonds issued by the Bank, such funds are set aside and pledged to secure payment of bonds or are held by bond trustees. SIB may:

- Direct the deposit or investment of such funds in accordance with the provisions of the applicable bond indenture, trust agreement or other similar agreement entered into pursuant to a resolution of the Board.

- When the provisions of the applicable bond indenture, trust agreement or other similar agreement entered into pursuant to a resolution of the Board provide no guidance as to the investment of the funds, direct deposit or investment of such funds in a manner consistent with the investment restriction(s) set forth in Section IX Authorized Investments and Accounts, as applicable.

XI. PROHIBITED INVESTMENTS

No investment shall be made that is prohibited by law. Furthermore, to provide for the safety and liquidity of the SIB funds, the portfolio will be subject to the following restrictions:

- Instruments known as inverse floaters, range notes, leveraged floaters, equity-linked securities, option contracts, futures contracts and swaps are prohibited.
- Interest-only strips that are derived from a pool of mortgages, or any other investment that could result in zero interest if held to maturity, are prohibited.
- Illiquid investments which lack a readily available market for trading as determined by the State Treasurer are prohibited.
- Borrowing for ~~investment purposes~~ *the purchase of equity* (“Leveraged *Buyout*”) is prohibited, *unless it expressly authorized by the Board of Directors.*
- Contracting to sell securities not yet acquired in order to purchase other securities for purposes of speculating on developments or trends in the market is prohibited.

XII. SAFEKEEPING & CUSTODY

All funds will be held by a third-party custodian designated by the State Treasurer and evidenced by safekeeping receipts.

XIII. ACCOUNTING AND REPORTING

The Executive Director will provide a report annually or more frequently if requested by the Board regarding the balances of each budget account, including all interest earned and transfers amongst budget accounts, if applicable.

XIV. POLICY ADOPTION

This Policy shall be reviewed every two years by the Board. Any change in Policy shall be reviewed and approved by the Board at a regularly scheduled meeting.

GLOSSARY

AUTHORIZED FINANCIAL INSTITUTIONS	Financial institutions approved by the State Treasurer to provide investment services.
CUSTODIAN	A financial institution approved by the State Treasurer to provide safekeeping services with respect to securities and securities-related assets, and to provide other services which may include trade settlement, interest collection and transaction reporting.
LIQUIDITY	The capacity to meet future financial obligations from available resources.
NEVADA REVISED STATUTES (NRS)	The codified laws of the State of Nevada as enacted by the Legislature.
PRUDENT PERSON RULE	An investment standard which may be adopted by an investment organization to guide those with the responsibility for the investment of money for others. Such fiduciaries must act as a prudent person would be expected to act, with discretion and intelligence, to seek reasonable income, preserve capital, and in general, avoid speculative investments.
RATINGS	The evaluation of an issuer's credit standing published by Moody's, Standard & Poor's, Fitch, or other rating services.
SAFEKEEPING	A fee arrangement whereby an approved financial institution holds a customer's securities in its vaults, or in the case of book-entry securities, maintains a safekeeping receipt recorded in the customer's name as evidence of ownership.

McCORMACK BARON SALAZAR

**CHICANOS
POR LA CAUSA**

Desert Pines Development

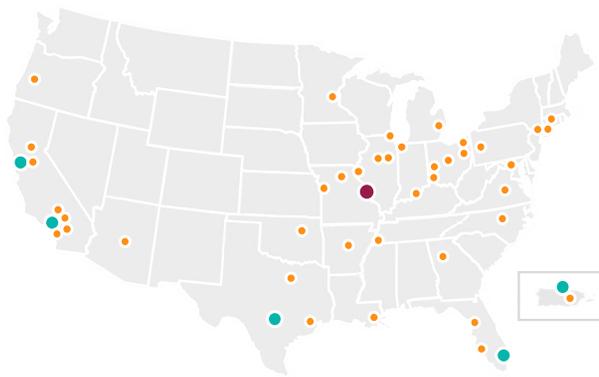
City of Las Vegas

October 10, 2022



TEAM OVERVIEW

McCormack Baron Salazar



- Corporate Office
- Regional Development Office
- Development City

 **25,000**
Homes

 **49**
Years of Experience

 **\$5.2 billion**
Total Investment

 **1.6 million**
Square Feet of Commercial Space



Taylor Yard | Los Angeles, CA



Alice Griffith | San Francisco, CA

TEAM OVERVIEW

Our Mission

Transforming places into communities where all people can thrive



TEAM OVERVIEW

Commitment to Diversity & Inclusion

Within our Company

- Leadership & MBS Board
- Staff (69% Minority Employees MBS+MBM)
- Diversity, Equity & Inclusion Training
- Multilingual staff

Design & Approval Process

- Community Engagement

Team Selection

- Professional Services & Construction
- Minority & Women-Owned Businesses
- Small Businesses & Local Firms
- Workforce Training

MCCORMACK BARON SALAZAR



TEAM OVERVIEW

Sustainability



7,200

Green Certified Homes

- LEED, Enterprise, EPA Energy Star for Homes, and local standards
- Reductions in utility costs and resource utilization
- Sustainability is an essential component of creating long-term, stable, resilient communities



Financing Capacity

\$1.8 billion in tax credit equity

\$906 million in private debt

\$924 million in federal grants

\$1.1 billion in state and local government support

\$205 million from private foundations & corporations

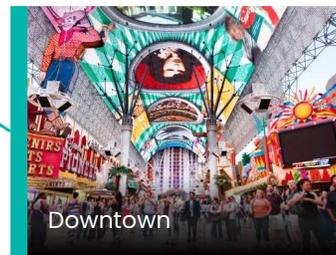
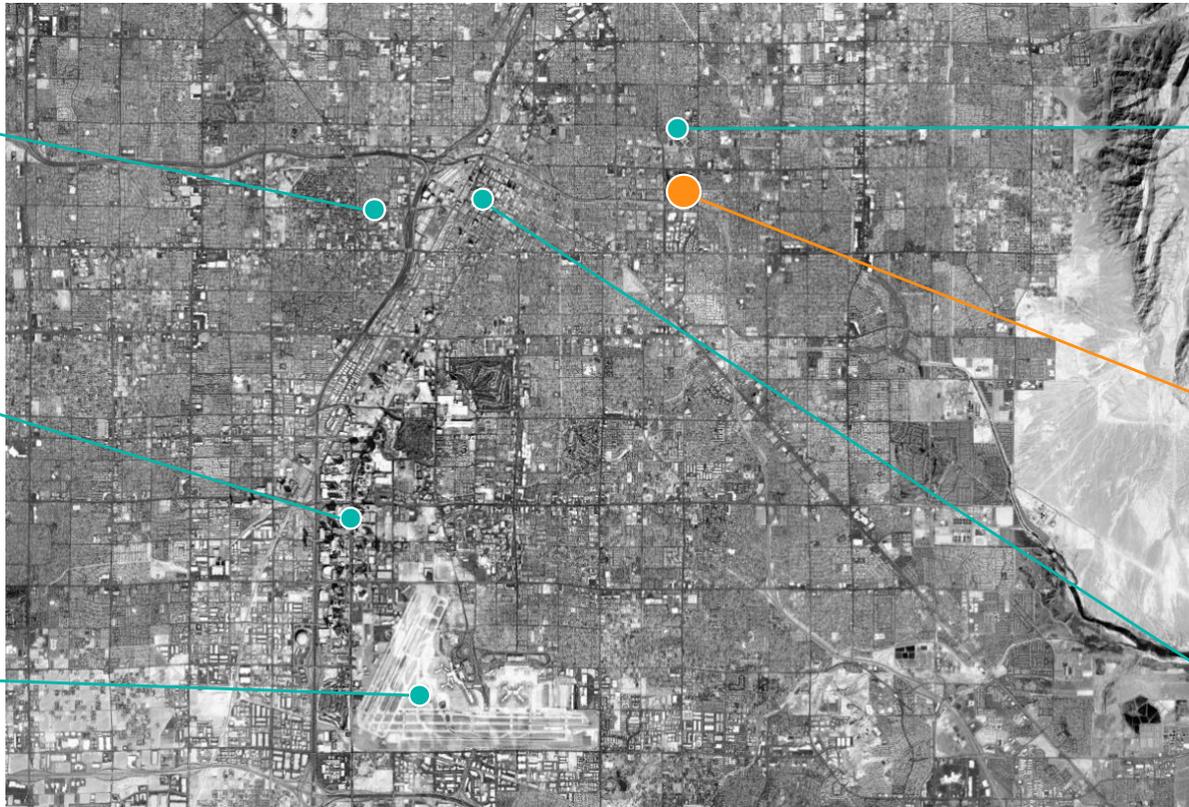
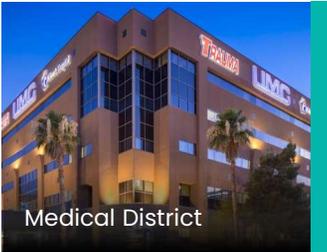


Plan for Desert Pines



DESERT PINES

Community Context



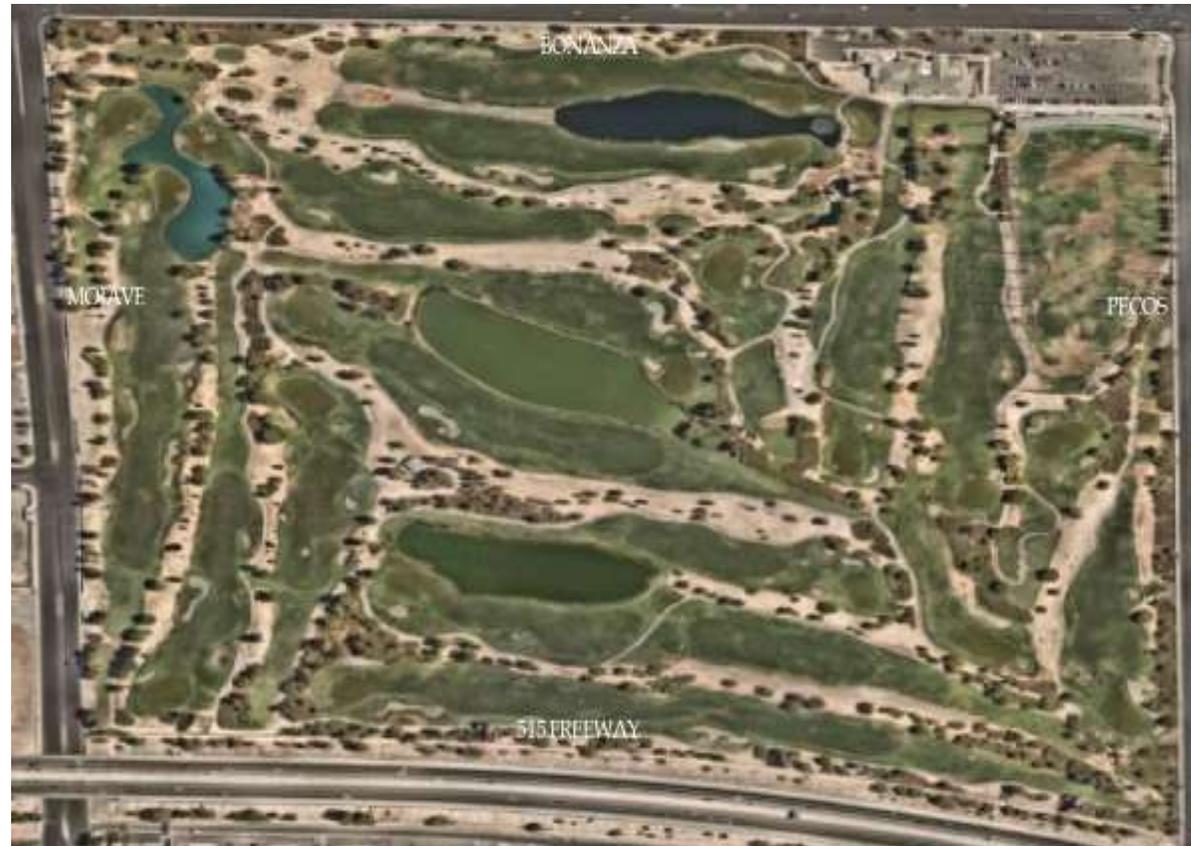
DESERT PINES

Site Aerial & Vision



1,800+
Homes

- In alignment with Desert Pines Vision Plan
- Mixed-income
- Mixed-use
- Rental & home ownership
- Community facilities
- Park space
- Sustainable



MCCORMACK BARON SALAZAR



DESERT PINES

Vision for Site



MCCORMACK BARON SALAZAR

DESERT PINES

Vision for Site

 **1,800+**
Homes

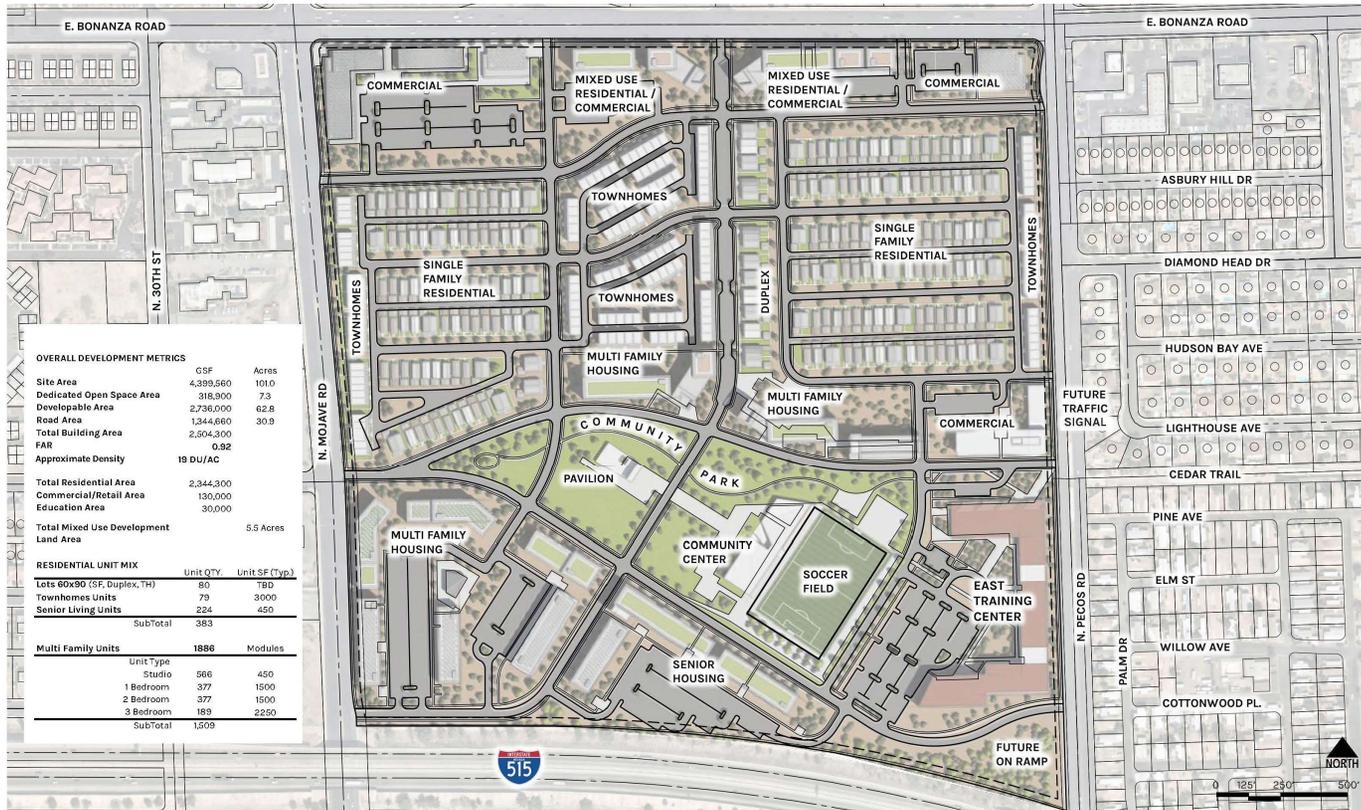
- In alignment with Desert Pines Vision Plan
- Mixed-income
- Mixed-use
- Rental & home ownership
- Community facilities
- Park space
- Sustainable



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DESERT PINES

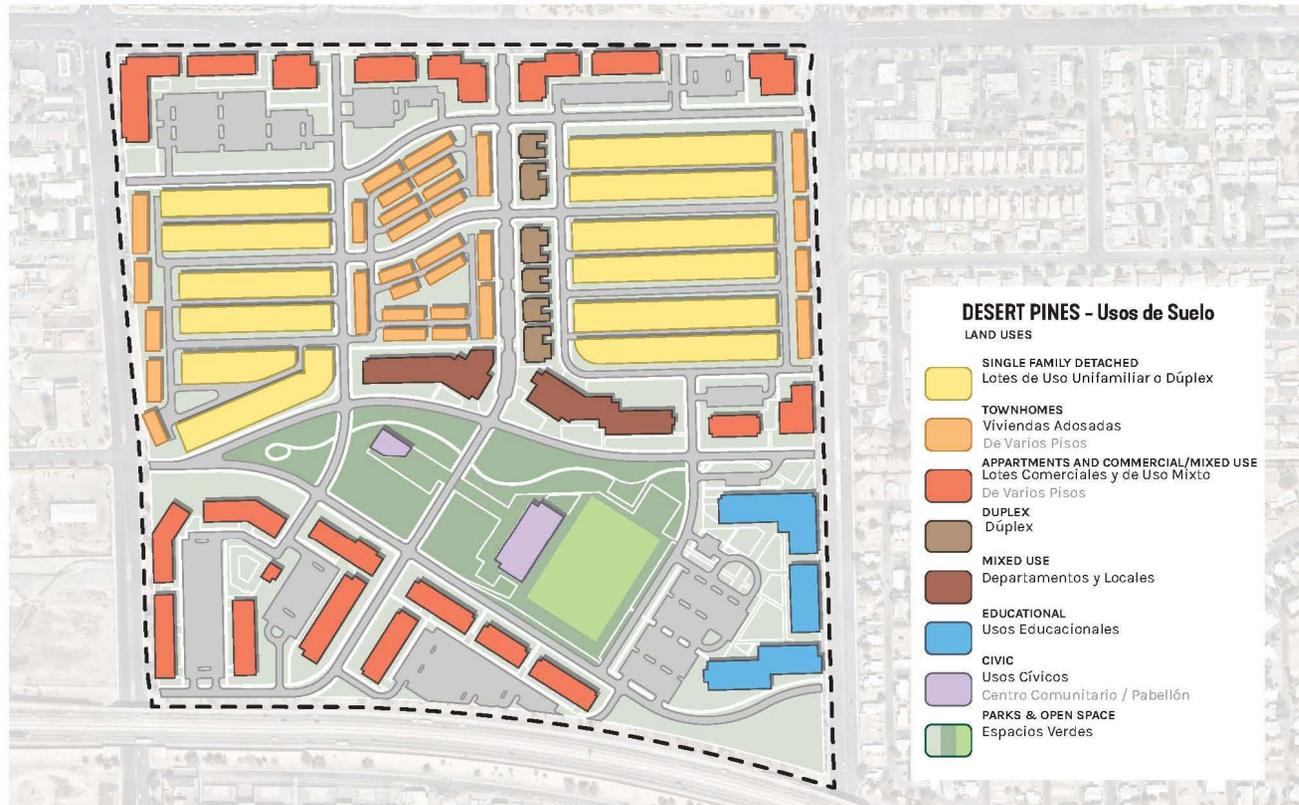
Site Plan



MCCORMACK BARON SALAZAR

DESERT PINES

Land Use



Financing Options

Total Development Cost \$500 million +/-

Infrastructure Costs \$35 to \$40 million (\$350-\$400k per acre)

- American Rescue Plan Act Funding
- Infrastructure Investment & Jobs Act Funding
- Non-LIHTC Equity
- New Market Tax Credits (for non-housing components)
- Nevada State Infrastructure Bank
- Home Means Nevada
- Community Housing Fund (Clark County)
- HOME & CDBG Programs
- Nevada Housing Division Programs
- Federal Home Loan Bank Housing Program
- Foundations & Philanthropic Sources
- Congressionally Directed Spending Requests
- AFL-CIO Housing Investment Trust



Question & Answer Session





**Nevada Facilities Fund:
*Leveraging the Nevada State
Infrastructure Bank to
Go Further for Kids***





THE BIG PICTURE: Potential Collaborators



Nevada State Infrastructure Bank

Established in 2017 under the Nevada Treasurer's Office, the SIB is spurring an unprecedented commitment to improving our state's infrastructure, creating jobs, and promoting long-term, sustainable growth and prosperity – one key priority is a \$15 million focus on public charter schools.

Opportunity 180

A Nevada nonprofit (501c3) dedicated to ensuring every kid has access to a great school that puts them on track to be college and career-ready, O180 operates as investors, facilitators, and connectors, working with the community to reach a shared North Star to ensure 100,000 more kids have access to a high-quality school in their neighborhood.

Equitable Facilities Fund

A national nonprofit (501c3) and social impact fund that seeks to transform capital access for schools and communities, Equitable Facilities Fund supports positive educational outcomes for students across the country by providing exceptionally affordable facility financing.





THE BIG PICTURE: Student Outcomes



Current State:

In Nevada, over 128,374 kids attend schools where only 2 in ten students are on grade level in reading and math.



By 2030:

100,000 more kids have access to a high quality seat in the neighborhoods that need them most.



North Star:

Every public school student graduates from high school college and career ready.



THE CHARTER SCHOOL FACILITY ISSUE

Issue:

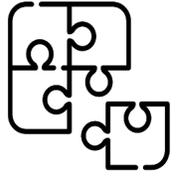
More than 40,000 students in Nevada attend charter schools and many more remain on waitlists. Public charter schools provide quality education options for communities that need them most, and Nevada's families are demanding more seats for their children. However, efforts to launch new schools are failing due to a lack of affordable long-term facilities, as individual charter schools are responsible for financing their own facilities.

Goal:

Ensure every kid has access to a great school in their neighborhood that puts them on the path to be college and career ready to live the life they dream.

Approach:

Increase the number of kids in high-quality public charter schools serving students most in need across Nevada, aligned to the SPCSA needs assessment and Opportunity 180's school quality map and ensuring more money into classrooms.

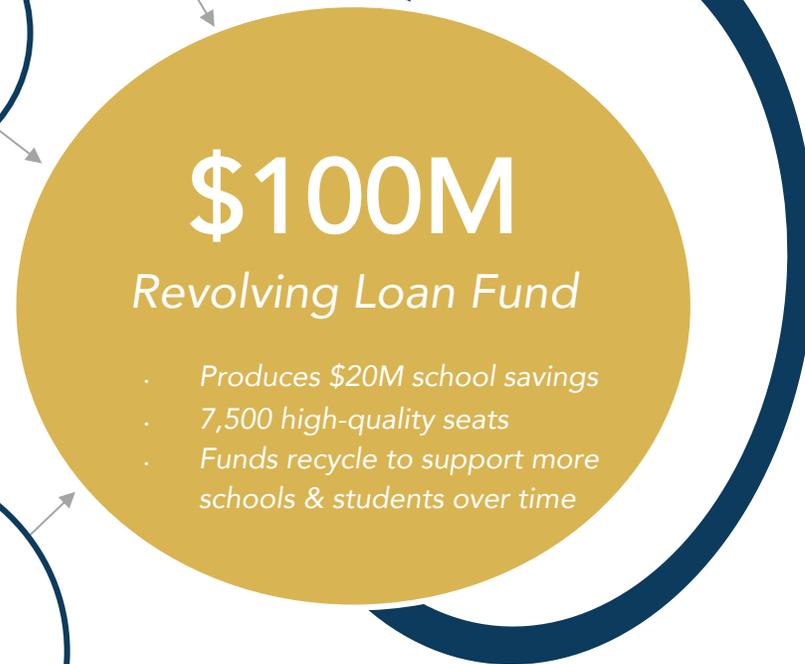
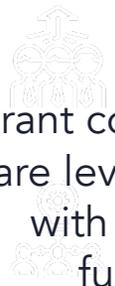


THE SOLUTION: Equitable Financing for Quality Schools

Seed Investments can come in the form of government or philanthropic contributions



Grant contributions are leveraged **7x** with external funding



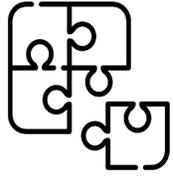
Match will come from pre-committed philanthropy & low-cost debt issued by a national nonprofit

The Model

- All contributions and loans will be made to Opportunity 180, which in turn will make a PRI into the Equitable Facilities Fund (EFF), a 501(c)(3) tax-exempt charity with a mission to support schools that are creating educational opportunity for communities that need it most.
- SIB loan and philanthropy are leveraged with low-cost debt committed by a national non-profit.
- 100% of NVFF loans and funds will be held in trust, and loan repayments will be recycled to support Nevada classrooms in perpetuity.

Fund Administration & Maintenance

- NVFF Administration Team will comply with all SIB regulations.
- EFF will deliver end-to-end administration, including all charter school loan sourcing, underwriting, approval, closing, and servicing processes.
- Quarterly reports submitted to Lender.



BENEFITS & IMPACT: Nevada Facility Fund

Community	Schools	State
<ul style="list-style-type: none"> ● 7,500 high-quality public school seats in communities that need it most ● Schools, on aggregate, serve >70% students of color ● Schools, on aggregate, serve > 70% students who qualify for FRL 	<ul style="list-style-type: none"> ● Access, assistance and low-costs will incentivize the addition of quality public school seats ● The most affordable long-term facility financing solution available to charter schools ● The fund offers rates in the 4% range. Traditional lenders offer 5-10% in addition to onerous equity and/or reserve fund requirements. ● Schools save approximately \$100K per year or more than \$3M over the life of a loan. ● No equity required from schools. 	<ul style="list-style-type: none"> ● NVFF and State will align on key fund performance metrics. State sets criteria ● State attains up to 7x initial leverage on investment, more over time as funds recycle ● Reliable, expert partners to vet and deploy investments ● Complete reporting and transparency ● Fund will recycle and remain within Nevada to support schools in perpetuity. ● Assurance that loans given to schools that: <ul style="list-style-type: none"> ● Have strong current and projected financial performance ● Have demonstrated success in serving low-income students ● Have high-quality leadership, board members, and governance practices ● All public charter school seats are independently operated or in partnership with a non-profit CMO



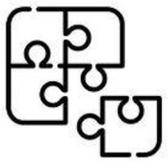
● Jana Wilcox Lavin
CEO
jana@opportunity180.org

● Miles Dickson
Board Chair

● Mike McGregor
COO
mike@eqfund.org

● Shawn McCormack
Investment Principal

The NVFF Administration Team will also include the Director of Operations from O180 and Two Investment Analysts from EFF



APPENDIX: O180's Strategy

EVERY KID
Should Graduate
From High School
**College & Career
Ready**



GOOD GOVERNANCE

Ensuring student-centered governance practices are leveraged among decision-makers



GREAT IDEAS IN ACTION

Activating education leaders and entrepreneurs to improve educational opportunities for kids



GOOD DATA

Creating a common language on school performance through the use of data



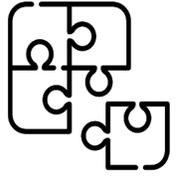
ENGAGED COMMUNITY

Elevating student and family voice in the solutions of educational challenges



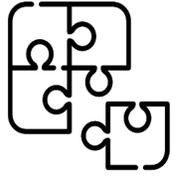
MORE GREAT SCHOOLS

Ensuring every student has a great school in their neighborhood



APPENDIX: Opportunity 180's Work

<u>O180 Area of Focus</u>	<u>Goal</u>	<u>Our Work In Action</u>
 <p>More Great Schools</p>	<p>Ensuring every student has a great school in their neighborhood</p>	<ul style="list-style-type: none"> ➤ Investments in public charter and district schools resulting in 19,000+ more quality seats since 2018, serving 97% students who qualify for FRL.
 <p>Good Governance</p>	<p>Ensuring student-centered governance practices are leveraged among decision-makers</p>	<ul style="list-style-type: none"> ➤ Charter school board matching/connection program
 <p>Great Ideas In Action</p>	<p>Activating education leaders and entrepreneurs to improve educational opportunities for kids</p>	<ul style="list-style-type: none"> ➤ Fellowship programs and development opportunities have connected 150+ educators and high-potential school leaders ➤ High quality teacher retention and recruitment grants
 <p>Good Data</p>	<p>Creating a common language on school performance through the use of data</p>	<ul style="list-style-type: none"> ➤ Statewide School Quality Map ➤ Online Data Portal
 <p>Engaged Community</p>	<p>Elevating student and family voice in the solutions of educational challenges</p>	<ul style="list-style-type: none"> ➤ Parent Leadership Team ➤ Nevada Ed-Watch Series



APPENDIX: Equitable Facilities Fund's Work

 60,000+ Students	EFF has invested in <u>120 schools</u> serving over <u>60,000 students</u> across the US.
 \$1 Billion + Invested	The fund is on track to provide over <u>\$1B</u> of low-cost financing by early 2023.
 70/80/90	Over <u>70% of students in EFF's portfolio qualify as low-income, 80% identify as people of color, and 90% of schools outperform their surrounding district.</u>
 Diverse Expertise	The team is comprised of expert credit analysts, charter school executives, impact investors, and non-profit leaders.

MEMORANDUM

To: Nevada State Infrastructure Bank Board of Directors
From: Bank Staff
Date: October 3, 2022
Subject: Opportunity 180 Loan Application – Agenda Item: Conditional Approval of Project Eligibility and Proposed Term Sheet (subject to final contract term approval)

On August 26, 2022, Opportunity 180 (“Applicant”), an education focused non-profit organization based in Las Vegas, Nevada, submitted a financing application to the Nevada State Infrastructure Bank (“Bank”) requesting a loan.

Applicant is requesting \$15,000,000 from the Bank’s Charter School Capital Needs Revolving Account, to establish the Nevada Facilities Fund (“NVFF”) in partnership with the Equitable Facilities Fund. The NVFF will function as a revolving credit facility designed to substantially reduce financing expenses for high-quality public charter schools and create educational opportunities in low-income communities.

Applicant proposes utilizing the Bank’s \$15,000,000 to leverage an additional \$85,000,000 of private philanthropy and tax-exempt bond financing. The applicant seeks to establish a \$100,000,000 revolving loan fund to support 7,500 additional seats in high-quality public charter schools located in the communities with the greatest level of need. Approximately 70% of students attending schools supported by NVFF will identify as people of color and approximately 70% qualify for free or reduced-price lunch.

Applicant proposes that funds to repay the Bank’s \$15,000,000 loan will be generated from payments from charter school operators that receive NVFF loans. All administration of future loans, including loan sourcing, underwriting, approval, closing, and servicing processing will be performed by Applicant and the Equitable Facilities Fund.

Upon receipt of the application for financing, Bank staff began the due diligence process to examine the proposal for project eligibility, borrower qualification, and financial viability pursuant to the Bank’s governing statutes and regulations.

The Phase 1 statutory eligibility analysis has determined that the Applicant’s proposal meets the statutory definition of eligible project, and the Applicant may be a qualified borrower of the Bank pursuant to statute because the Applicant is a non-profit organization created in Nevada for charitable or educational purposes currently in good standing. As such, the proposed NVFF project meets the initial statutory eligibility requirements to be considered for funding from the Board of Directors as a qualified project of the Bank.

Accordingly, staff recommends the Board of Directors conditionally approve eligibility of this project and the proposed project term sheet - to establish the NVFF as outlined in Appendix A - subject to the following:

- 1) Complete Phase 2 regulatory review of the proposed qualified project, and

2) Approval of the final contract terms by the Board of Directors.

Additionally, Bank staff requests the Board of Directors authorize Bank staff to proceed with the Phase 2 regulatory review of all qualified project regulation requirements (i.e., staff reports, credit analysis, and a financing agreement), and negotiate the final contract terms that will be submitted to the Board of Directors for final approval of the proposed project.

Appendix A

State Infrastructure Bank / NVFF Proposed Loan Terms

Lender	Nevada State Infrastructure Bank
Borrower	Opportunity 180
Loan Amount	\$15,000,000
Loan Purpose	Loan proceeds will be leveraged to support the launch of the Nevada Facilities Fund, a revolving credit facility designed to substantially reduce financing expenses for high-quality public charter schools and create additional educational opportunities in low-income communities.
Maturity	20 years
Security	Unsecured general obligation of the borrower
Interest Rate	Fixed rate of 1.5% per annum
Disbursement	Two \$7,500,000 disbursements. First disbursement upon loan closing, and second disbursement upon the closing of the first charter school loan issued by the Nevada Facilities Fund.
Additional Sources of Funding	Borrower will secure additional philanthropic funding and low-cost debt financing to support NVFF lending activity. Target initial leverage amount will be \$85,000,000, to support a total of \$100,000,000 in charter school loans.
Terms of Repayment	Annual interest-only payments of 0.01% of the outstanding loan balance until maturity. A balloon payment equal to the principal and accrued interest will be due at the maturity date.
SIB Loan Origination Fee	\$150,000 due at the time of loan closing.
NVFF Administration	<p>The NVFF will be administered by the Borrower in conjunction with the Equitable Facilities Fund (“EFF”), a 501c3 non-profit organization that has a mission to reduce facilities expenses for high-performing charter schools nationwide.</p> <p>The Borrower and EFF will deliver end-to-end administration, including all charter school loan sourcing, underwriting, approval, closing, and servicing</p>

	processes. Borrower will be responsible for adhering to all regulations and reporting requirements established by the Lender.
Reporting	Borrower will submit quarterly reports to Lender. Reports will include total number of loans and financing amounts committed by the NVFF; academic, financial, and demographic characteristics of the charter school obligors; and progress toward NVFF investment and school performance goals aligned upon by the Borrower and Lender.



Nevada State Infrastructure Bank

Financing Application

Nevada State Infrastructure Bank Overview:

The Nevada State Infrastructure Bank was established to provide low-cost financing to Nevada state agencies, local governments, Tribal governments, and non-profit organizations for priority infrastructure projects.

Pursuant to Chapter 408 of the Nevada Revised Statutes, the Bank can provide financing for a variety of infrastructure projects, including: transportation facilities, utility infrastructure, digital infrastructure, recycling and sustainability infrastructure, renewable energy infrastructure, social infrastructure, water and wastewater infrastructure, and other infrastructure related to economic development.

The Bank has been capitalized with an initial \$75 million in State general obligation bonds, which will be expended in the following project categories within the Nevada State Infrastructure Bank Fund:

- \$40 million for projects through the Federal Infrastructure Matching Account;
- \$20 million for projects through the Affordable Housing Revolving Account; and
- \$15 million for projects through the Charter School Capital Needs Revolving Account.

In evaluating applications, the Bank will also seek to leverage outside capital and federal funding to help finance projects that improve quality of life, strengthen Nevada's climate resiliency, and help to promote a strong economy for communities across the State.

Application Instructions:

Please complete all sections of the application below and attach any required exhibits to request financing from the Nevada State Infrastructure Bank.

Prior to applying to the Bank for financing, please familiarize yourself with all the statutes and regulations governing the operation of the Bank.

The relevant statutory provisions can be found in [Chapter 408 of the Nevada Revised Statutes](#) (NRS 408.55048 – 408.55088).

Additionally, the approved [regulation governing the Bank](#) provides clarity on the application process as well as the requirements set forth for projects eligible under the Federal Infrastructure Matching Account, the Affordable Housing Revolving Account, and the Charter School Capital Needs Revolving Account.

Once submitted, applications for financing will be vetted by staff of the Bank and may be presented to the Board of Directors of the Nevada State Infrastructure Bank for consideration.

Completion of an application does not guarantee funding for a project.

Once complete, all applications can be submitted via email or mailed to:

Erik Jimenez

Chief Policy Deputy, Nevada State Treasurer's Office

Secretary to the Board of Directors of the Nevada State Infrastructure Bank

Nevada State Capitol
101 North Carson Street, Suite 4
Carson City, Nevada 89701
ejimenez@nevadatreasurer.gov

Part 1: Applicant Information

Legal Name of the Applicant:

Opportunity 180

Type of Applicant:

- Governmental Unit
- Indian Reservation or Colony
- Private Non-Profit Organization created for charitable or educational purposes

If applicant is a governmental unit or non-profit organization, please explain:

Opportunity 180 is a 501(c)3 non-profit organization. We operate towards a North Star that ensures every kid graduates from high school college and career ready. We believe every kid should finish high school prepared and inspired to reach their most ambitious dreams and plans. That's why we look to invest in innovative ideas and bold leaders, empower families and community partners to advocate for quality education and work throughout Nevada to re-imagine teaching and learning in order to help every student succeed. We believe all kids should have access to high-quality, free public education.

Mailing Address of the Applicant:

Street Address: 11035 Lavender Hill Drive, Ste 160-180

City, State, Zip Code: Las Vegas, NV 89135

Name of the Individual Submitting this Application:

Jana Wilcox Lavin

Role/Title of the individual submitting the application:

CEO

Address for the individual submitting the application:

Street Address: 732 S 6th St, Suite 200D

City, State, Zip Code: Las Vegas, NV 89101

Email for Individual submitting the application:

jana@opportunity180.org

Phone number of individual submitting this application:

702-750-9777

Please list the contact information (Name, Address, Phone, Email) for other authorized individuals associated with the project (i.e., consultants, advisors, engineers, attorneys, etc.)

Name: Miles Dickson Organization: Opportunity 180 Street Address: 732 S 6 th St, Suite 200 D City, State, Zip: Las Vegas, NV 89101	Title: Board Chair Phone: (702) 580-6614 Fax: E-mail: milesrdickson@gmail.com
Name: Mike McGregor Organization: Equitable Facilities Fund Street Address: City, State, Zip:	Title: Chief Operating Officer Phone: (202) 746-8099 Fax: E-mail: mike@eqfund.org
Name: Shawn McCormack Organization: Equitable Facilities Fund Street Address: City, State, Zip:	Title: Investment Principal Phone: (617) 935-3406 Fax: E-mail: shawn@eqfund.org
Name: Ray Fraser Organization: Opportunity 180 Street Address: 732 S 6 th St, Suite 200 D City, State, Zip: Las Vegas, NV 89149	Title: Director of Operations Phone: (702) 581-9588 Fax: E-mail: ray@opportunity180.org

Part 2: Financing Requested

What type of financial assistance is the Applicant seeking? (Please select all that apply)

- Loan
- Grant
- Other Financial Assistance

Financing Amount Requested:

\$15,000,000

Is the State Infrastructure Bank origination fee included in financing? (Please reference the regulations governing the Nevada State Infrastructure Bank)

- Yes
- No

Financing term requested (Number of years):

20 years

Source of financing repayment:

- Enterprise Fund
- Special Fund
- General Fund Lease
- Assessment District
- Special Taxes/Property Related Assessments
- Voter approved general obligation debt
- Other

Please explain the source(s) of financing repayment:

Loan repayments from NVFF's charter school borrowers will be used to repay the SIB financing.

Part 3: Project Information

Project Name:

Nevada Facilities Fund

Project Address:

Street Address: 732 S 6th St, Ste 200 D

City, State, Zip Code: Las Vegas, NV 89101

Project Category (Please reference Chapter 408 of the Nevada Revised Statutes):

- Transportation Facility
- Utility Infrastructure
- Water and Wastewater Infrastructure
- Renewable Energy Infrastructure
- Digital Infrastructure
- Recycling and Sustainability Infrastructure
- Social Infrastructure
- Other Infrastructure related to Economic Development

If the project category selected was "Other Infrastructure related to Economic Development" please explain the project:

N/A

Is the project located in any of the following? (Please select all that apply)

- In a qualified census tract as designated by the United States Secretary of Housing and Urban Development pursuant to 26 U.S.C. § 42(d)(5)(B)(ii)
- In a census tract which has a high level of social vulnerability as determined according to the Social Vulnerability Index developed by the Centers for Disease Control and Prevention of the United States Department of Health and Human Services
- In a community which has a large percentage of the population having limited English proficiency
- In a community that has been subject to historical instances of redlining, segregation or other discriminatory practices

Is any part of the proposed project located on Tribal land?

Yes

No

Please attach a detailed description of the project. If the funding request is limited to a portion of the project, please identify as appropriate. If you have a feasibility study, a capital improvement plan, environmental study, or other such reports containing a detailed description of the project, please include as appropriate.

Attach all necessary documents as Exhibit 1. [Please label and attach items as Exhibits 1a, 1b, 1c, etc.]

If funding for the project is approved by the Nevada State Infrastructure Bank Board of Directors, how long will it take for this project to be completed?

Between late 2022 and the end of 2027, NVFF loan proceeds will be leveraged 10x with philanthropic capital and tax-exempt bond proceeds to support at least \$100M of low-cost loans for charter schools throughout the state.

Please list applicable permits for the project:

Type of Permit (Please include permit number)	Granting Authority	Date Submitted	Date Received	Expiration Date
N/A				

Please complete the attached Project Sources and Uses of Proceeds Table (located on page 22 of this document) as Exhibit 2. Attach any and all cost estimates, bids, project labor agreements, and construction contracts, if available. [Please label and attach them as Exhibits 2a, 2b, 2c, etc.]

Please provide for any and all documentation commitment(s) for project funding sources other than financing from the State Infrastructure Bank. This could include resolutions, grant agreements, loan agreements, contracts, etc. [Please label and them as Exhibit 3 – if multiple documents are needed, please label and attach as Exhibits 3a, 3b, 3c, etc.]

Is land acquisition a component of the project?

Yes

No

If yes, please provide a copy of the purchase agreement as Exhibit 4. Include a description of the land that has been or will be acquired (current owner, address, assessor's parcel number, purchase date or expected purchase date, cost or estimated cost), and identify the funding source(s) for the land below:

N/A.

Does the applicant already own the land needed for the project?

Yes

No

Please provide a comprehensive project timeline as Exhibit 5. Include specific project milestones such a preliminary engineering report, all required permits, design, engineering, land/right-of-way acquisition, preparation of bid documents, awarding of construction contract, construction start date, construction completion date, and the date that the project will become operational.

Private Activity - Will any entity, including a governmental entity other than the Applicant, use or directly benefit from any portion of the Project other than as a member of the general public? (For example, will a private entity or a federal agency operate, or lease space in the proposed project?)

Yes

No

If yes, please describe the entity that will use or otherwise benefit from the Project. Provide a copy of the agreement(s) with such private entity, or federal agency. [Please label and attach as Exhibit 6.]

The sole beneficiaries of the Nevada Facilities Fund will be charter schools in the State of Nevada. This fund will provide highly affordable facilities financing to support high-quality public school growth and sustainability. On average, individual loans to school obligors will save schools over \$2M over the loan term.

Will financing be used to finance more than 5 percent of any private activity costs?

Yes

No

If yes, please explain:

N/A

Business Relocation – Will the proposed Project require the relocation of a private sector business from one area of the State to another?

Yes

No

If yes, please provide a justification to support the move:

N/A

Please describe any economic and/or community benefits that will result from the completion of this project. Please include the method, or calculation by which these results were identified:

A \$15M loan from the SIB will seed \$100M of low-cost financing that will support 7,500 high-quality public school seats in communities that need them most. Approximately 70% of students attending schools supported by NVFF will identify as people of color and approximately 70% will qualify for free or reduced-price lunch. We anticipate over 90% of schools will outperform their host districts.

Further, NVFF will provide public charter schools with the most affordable long-term facility financing solution available. The fund will offer rates in the 4% range, with some variation depending on school credit profiles and the macro interest rate environment. Traditional charter school lenders offer 5-10% in addition to onerous equity and reserve fund requirements. We anticipate at least \$2M of savings per school over each loan term. These savings will be redeployed to maximize the resources schools can use to support learning and student development.

What are the total number of jobs that will be created and the average wage for the project? (Please include the method or calculation by which these results were identified)

The Nevada Facilities Fund is projected to create 948 jobs over the first five years of the fund's operations. The jobs created are broken down into two categories:

1. 688 Construction jobs, both direct and indirect.

NVFF to close two loans a year for a total of ten projects funded in its first five years. We project four out of these ten financings will fund construction projects. The estimated cost of these four projects is approximately \$45 million.

The Economic Policy Institute employment multiplier report recommends 5.45x direct jobs and 9.68x indirect jobs per \$1 million of project costs per a construction project.

Thus we project the four projects will create 688 new construction jobs in Nevada. The average wage will be consistent with prevailing wage requirements for public development projects.

2. 260 education jobs.

The average charter school in Nevada with a \$10 million facility project will grow to serve approximately 750 students. Assuming the average class size is 20 students, then each school has at least 37 classroom teachers and 5 specials teachers for a total of 42 teachers. Additionally, school administration and non-teaching personnel will add another 10 positions for a total estimate for 52 jobs per school. This equates to a projected total of 520 jobs supported across 10 schools.

On average, schools will be at 50% of their total enrollment levels at the time of financing; thus we project NVFF will create 260 new education jobs over five years. The starting salary of a Clark County School District classroom teacher is \$51,000.

What are total number of jobs retained and the average wage? (Please include the method or calculation by which these results were identified)

Based on the projections enumerated above, 260 existing education jobs will be retained over the next five years. The starting salary of a Clark County School District classroom teacher is \$51,000.

Describe the environmental impact that will result from this project? (Please include the method or calculation by which these results were identified)

All projects financed by the Nevada Facilities Fund will adhere to all applicable local, state, and federal environmental codes and regulations.

Does this project comply with the with the standards and goals set forth in the 2020 Nevada Climate Strategy and the goals for the reduction of greenhouse gas emissions set forth in NRS 445B.380 and 704.7820?

- Yes
- No
- Unsure

Useful Life - Please provide evidence detailing the useful life of the Project. Useful life is defined as the estimated number of years the project is anticipated to remain in service. Please include estimated useful life projections with and without any anticipated maintenance costs. [Label and attach as Exhibit 7]

Is this project eligible to apply for funding from the Affordable Housing Revolving Account within the Nevada State Infrastructure Bank Fund? (Please reference the Nevada State Infrastructure Bank regulations for the guidelines and policies for the Affordable Housing Revolving Account.)

- Yes
- No
- Unsure

Is this project eligible to apply for funding from the Charter School Capital Needs Revolving Account within the Nevada State Infrastructure Bank Fund? (Please reference the Nevada State Infrastructure Bank regulations for the guidelines and policies for the Charter School Capital Needs Revolving Account.)

- Yes
- No
- Unsure

Is this project eligible to apply for funding from the Federal Infrastructure Matching Account within the Nevada State Infrastructure Bank Fund? (Please reference the Nevada State Infrastructure Bank regulations for the guidelines and policies for the Federal Infrastructure Matching Account.)

Yes

No

Unsure

Is this project eligible to apply for funding from the State Infrastructure Bank General Account within the Nevada State Infrastructure Bank Fund? (Please reference the Nevada State Infrastructure Bank regulations for the guidelines and policies for the State Infrastructure Bank General Account.)

Yes

No

Unsure

Part 4: Financial Information

Please provide copies of the five most recent fiscal year-end audited financial statements for the applicant and related parties to the project, if not already provided, as well as applicable revenue projections and cash flows. [Label and attach as Exhibits 8a, 8b, 8c, etc.]

Please provide the current year's adopted budget as Exhibit 9.

Are there any events or circumstances that have occurred since the date of the last financial statement could materially affect the overall financial condition of the Applicant?

Yes

No

If yes, please explain:

N/A

In the table below, please list all outstanding financing obligations (debts, notes, capital leases, etc.) secured by the source of repayment for the requested financing. Attach as Exhibit 10, and include a copy of all financing documents (e.g., the official statement along with any underlying loan agreements, lease agreements, or indentures, etc.) [Label and attach as Exhibits 10a, 10b, 10c, etc.]

Name of Lender	Date of Debt	Outstanding Balance (as of _____)	Maximum Annual Debt Service/Lease Payment
N/A		\$	\$
		\$	\$
		\$	\$
		\$	\$

Please provide a description of any off-balance-sheet debt obligations, including capital leases and other contractual obligations:

N/A

Has the Applicant defaulted on any debt or other obligation including, but not limited to, bonds, leases, or loans within the last ten years?

Yes

No

If yes, please specify the date(s) and circumstances:

N/A

Please attach as Exhibit 11 the current Capital Improvement Plan. Explain below any expected plan for future debt issuance:

N/A

Does the Applicant have an Inter-fund Transfer Policy?

Yes

No

If yes, please attach a copy of the policy as Exhibit 12.

Is the Applicant planning on utilizing any collateral in order to receive a loan or other financial assistance?

Yes

No

If yes, please explain:

N/A

Part 5: Loan Proceeds

Will the loan proceeds pay for any general administration or overhead costs?

Yes

No

Have any general administration or overhead costs already been incurred?

Yes

No

If yes, please explain:

N/A

Will the Project include the payment of prevailing wages as set forth in NRS Chapter 408?

Yes

No

Will loan proceeds finance preliminary costs for the Project?

Yes

No

Have any preliminary costs already occurred?

Yes

No

If yes, please explain:

Part 6: Legal Information

Please describe the composition of the Applicant's governing body, including the number of positions, term, and the selection/appointment process. Additionally, please provide a current list of individuals in these positions:

Opportunity 180 is governed by a 7-member Board of Directors. The Board of Directors meet quarterly and directly supervise the CEO Jana Wilcox Lavin. The Board Chair, Miles Dickson, has been heavily involved in the development of this project.

Board Chair - Miles Dickson
Treasurer - Monica Moradkhan
At large - Paula Sneed
At large - Sebern Coleman
At large - Nick Portz
At large - Piper Overstreet
At large - Mike Mullin

Please describe any pending or anticipated litigation and/or contractual disputes that the Applicant is a party to:

N/A

Please describe any past, present, or potential issues or controversies that may impact the Project:

N/A

For any applicant that is a Charter City, please attach as Exhibit 13 a copy of the City's Charter including all addendums and supplements thereto.

For any applicant that is a School District, Special District, or Joint Powers Authority (JPA), please provide the statutory citation of formation authority or attach a copy of all formation documents and amendments as Exhibit 14.

For any applicant that is a non-profit organization, please provide as Exhibit 15, a copy of the following:

- a. Articles of Incorporation, together with all amendments.
- b. Certificate of Status/Good Standing in the State of Nevada.
- c. Bylaws, together with all amendments.
- d. 501 (c)(3) Determination Letter(s) from the IRS, and any related documents and correspondence with/from the IRS.
- e. All Form 990s for the last three years
- f. All Form 990-Ts for the last three years.
- g. Capital Campaign brochures, forms, pledge cards, and related materials, if any.

I acknowledge that:

All information submitted to the Nevada State Infrastructure Bank is true and correct at the time of submission, and such information does not contain any untrue or misleading statement of a material fact or omits to state any material fact necessary to make the statements contained herein not misleading.

By signing below, I acknowledge that I understand that it is unlawful to knowingly make a false claim, a false statement, use a false or fictitious name, or obtain money or benefit under false pretenses. I understand these acts are a violation of the laws of the State of Nevada punishable by civil penalties, including repayment, and/or criminal penalties including up to a category D felony and six years in state prison.

Print Name: Jana Wilcox Lavin

Print Title: CEO

Authorized Signature: _____



Date: 8/26/2022

Application Checklist

(Complete and submit with the Financing Application)

SIB Staff Use	INDICATE WHETHER OR NOT EACH DOCUMENT IS ATTACHED TO THIS APPLICATION			APPLICATION EXHIBITS
	YES	NO	N/A	
Date Rec'd				
	X			Application Signed and Dated
	X			Exhibit 1 Study, Plan, or Other Report with Detailed Project Description
	X			Exhibit 2 Sources and Uses of Proceeds Table
	X			Exhibit 2a Detailed cost estimates, bids, and construction contracts, that support Exhibit. Label each Exhibit a, b, c, etc.
			X	Exhibit 3 Documentation Demonstrating Commitment of Other Project Funding Sources (includes Applicant's contribution). Label each Exhibit a, b, c, etc.
			X	Exhibit 4 Real Estate Purchase Agreement
			X	Exhibit 5 Project Timeline
			X	Exhibit 6 Project Benefit Information
			X	Exhibit 7 Useful Life Exhibit
	X			Exhibit 8 Five (5) Years Audited Financial Statements [and any applicable revenue projections and cash flows]. Label each Exhibit a, b, c, etc.
	X			Exhibit 9 Current Year Adopted Budget
			X	Exhibit 10 Outstanding Financing Documents. Label each Exhibit a, b, c, etc.
			X	Exhibit 11 Current Capital Improvement Plan
			X	Exhibit 12 Interfund Transfer Policy/Reimbursement Agreement
			X	Exhibit 13 Charter City Information and Questionnaire
			X	Exhibit 14 Districts Formation Documents and Amendments
	X			Exhibit 15 Non-Profit Applicants Exhibits. Label each Exhibit a, b, c, etc.

Exhibit 2

SOURCES AND USES OF PROCEEDS TABLE

(NOTE: Please attach as Exhibit 2a, detailed cost estimates, bids, and construction contracts, etc. to support data provided in the table.)

PROJECT USES	PROJECT FUNDING SOURCES						TOTAL
	Estimated Life of the Project	<u>SIB</u>	[Applicant]	<u>Other</u>	<u>Other</u>	<u>Other</u>	
Land Acquisition							
Building Construction/Renovation							
Construction Contingency							
Machinery/Equipment							
Engineering/Architectural/Design/Permits/Environmental							
SIB Origination Fee			150,000				
Other:	30 years	15,000,000	96,586,304				111,586,304
Other:							
TOTAL		15,000,000	96,736,304				111,586,304

Please provide the justification in determining the useful life of the Project:

Standard useful life projected for public school facilities is 30-40 years. *Please note Applicant Funding Sources reflect amount projected through 2027. Applicant will seek to raise additional capital after 2027 to support ongoing NVFF loan-making. See Exhibit 2a for detail on cash flow scenarios.



**Nevada Facilities Fund:
*Leveraging the Nevada State
Infrastructure Bank to
Go Further for Kids***





THE BIG PICTURE: Potential Collaborators



Nevada State Infrastructure Bank

Established in 2017 under the Nevada Treasurer's Office, the SIB is spurring an unprecedented commitment to improving our state's infrastructure, creating jobs, and promoting long-term, sustainable growth and prosperity – one key priority is a \$15 million focus on public charter schools.

Opportunity 180

A Nevada nonprofit (501c3) dedicated to ensuring every kid has access to a great school that puts them on track to be college and career-ready, O180 operates as investors, facilitators, and connectors, working with the community to reach a shared North Star to ensure 100,000 more kids have access to a high-quality school in their neighborhood.

Equitable Facilities Fund

A national nonprofit (501c3) and social impact fund that seeks to transform capital access for schools and communities, Equitable Facilities Fund supports positive educational outcomes for students across the country by providing exceptionally affordable facility financing.





THE BIG PICTURE: Student Outcomes



Current State:

In Nevada, over 128,374 kids attend schools where only 2 in ten students are on grade level in reading and math.



By 2030:

100,000 more kids have access to a high quality seat in the neighborhoods that need them most.



North Star:

Every public school student graduates from high school college and career ready.



THE CHARTER SCHOOL FACILITY ISSUE

Issue:

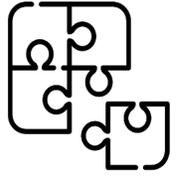
More than 40,000 students in Nevada attend charter schools and many more remain on waitlists. Public charter schools provide quality education options for communities that need them most, and Nevada's families are demanding more seats for their children. However, efforts to launch new schools are failing due to a lack of affordable long-term facilities, as individual charter schools are responsible for financing their own facilities.

Goal:

Ensure every kid has access to a great school in their neighborhood that puts them on the path to be college and career ready to live the life they dream.

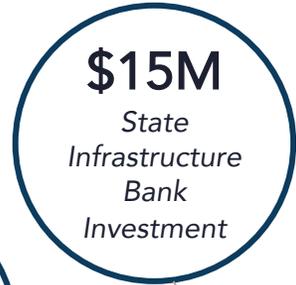
Approach:

Increase the number of kids in high-quality public charter schools serving students most in need across Nevada, aligned to the SPCSA needs assessment and Opportunity 180's school quality map and ensuring more money into classrooms.

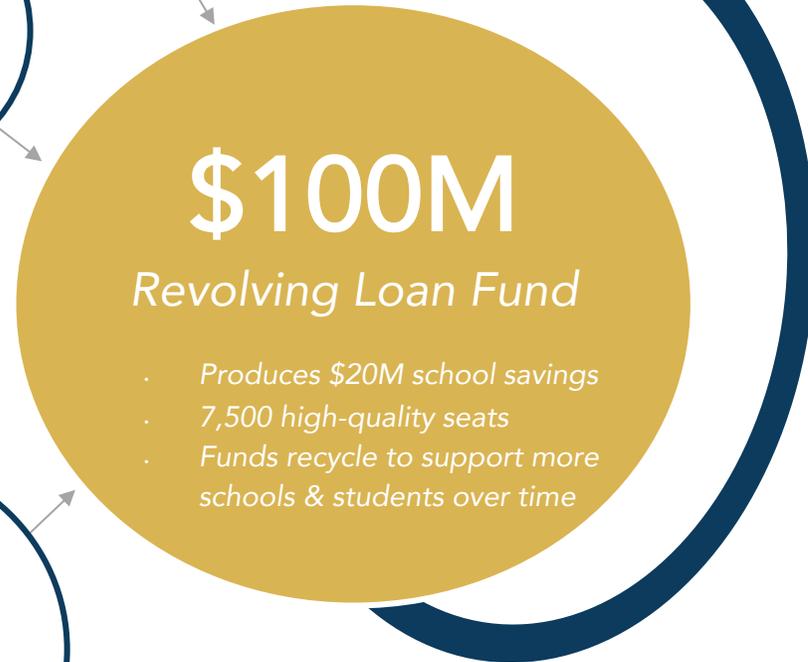
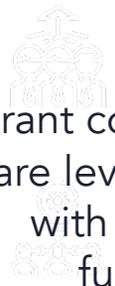


THE SOLUTION: Equitable Financing for Quality Schools

Seed Investments can come in the form of government or philanthropic contributions



Grant contributions are leveraged **7x** with external funding



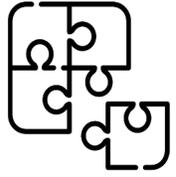
Match will come from pre-committed philanthropy & low-cost debt issued by a national nonprofit

The Model

- All contributions and loans will be made to Opportunity 180, which in turn will make a PRI into the Equitable Facilities Fund (EFF), a 501(c)(3) tax-exempt charity with a mission to support schools that are creating educational opportunity for communities that need it most.
- SIB loan and philanthropy are leveraged with low-cost debt committed by a national non-profit.
- 100% of NVFF loans and funds will be held in trust, and loan repayments will be recycled to support Nevada classrooms in perpetuity.

Fund Administration & Maintenance

- NVFF Administration Team will comply with all SIB regulations.
- EFF will deliver end-to-end administration, including all charter school loan sourcing, underwriting, approval, closing, and servicing processes.
- Quarterly reports submitted to Lender.



BENEFITS & IMPACT: Nevada Facility Fund

Community	Schools	State
<ul style="list-style-type: none"> • 7,500 high-quality public school seats in communities that need it most • Schools, on aggregate, serve >70% students of color • Schools, on aggregate, serve > 70% students who qualify for FRL 	<ul style="list-style-type: none"> • Access, assistance and low-costs will incentivize the addition of quality public school seats • The most affordable long-term facility financing solution available to charter schools • The fund offers rates in the 4% range. Traditional lenders offer 5-10% in addition to onerous equity and/or reserve fund requirements. • Schools save approximately \$100K per year or more than \$3M over the life of a loan. • No equity required from schools. 	<ul style="list-style-type: none"> • NVFF and State will align on key fund performance metrics. State sets criteria • State attains up to 7x initial leverage on investment, more over time as funds recycle • Reliable, expert partners to vet and deploy investments • Complete reporting and transparency • Fund will recycle and remain within Nevada to support schools in perpetuity. • Assurance that loans given to schools that: <ul style="list-style-type: none"> • Have strong current and projected financial performance • Have demonstrated success in serving low-income students • Have high-quality leadership, board members, and governance practices • All public charter school seats are independently operated or in partnership with a non-profit CMO



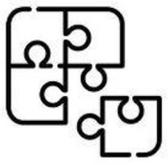
● Jana Wilcox Lavin
CEO
jana@opportunity180.org

● Miles Dickson
Board Chair

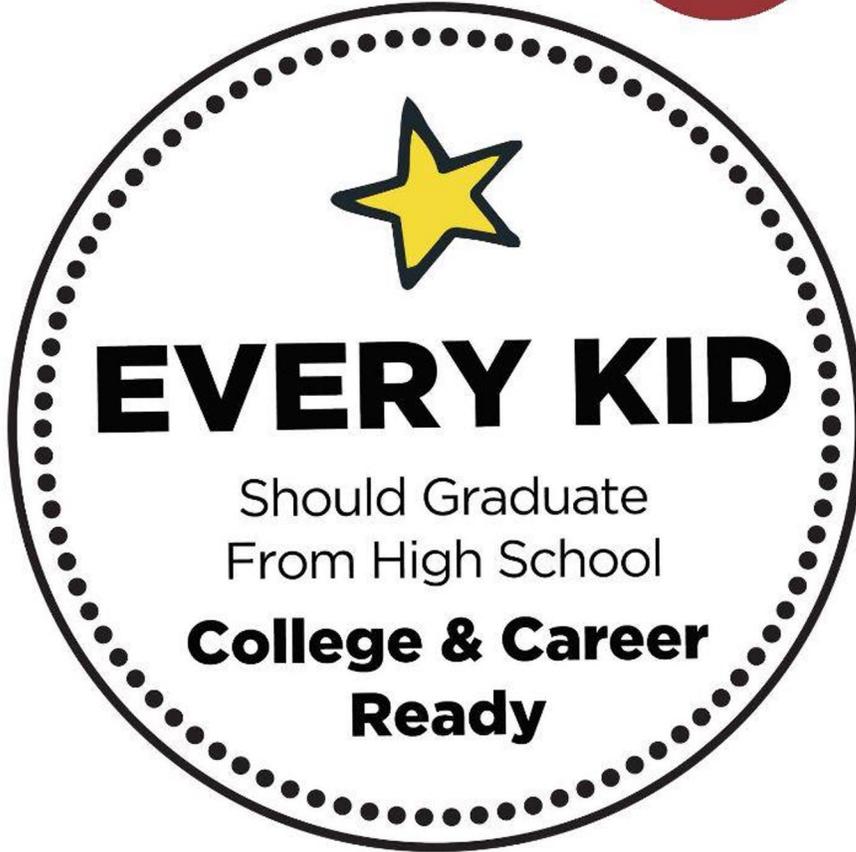
● Mike McGregor
COO
mike@eqfund.org

● Shawn McCormack
Investment Principal

The NVFF Administration Team will also include the Director of Operations from O180 and Two Investment Analysts from EFF



APPENDIX: O180's Strategy



GOOD GOVERNANCE

Ensuring student-centered governance practices are leveraged among decision-makers



GREAT IDEAS IN ACTION

Activating education leaders and entrepreneurs to improve educational opportunities for kids



GOOD DATA

Creating a common language on school performance through the use of data



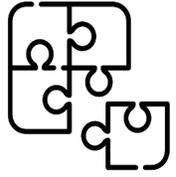
ENGAGED COMMUNITY

Elevating student and family voice in the solutions of educational challenges



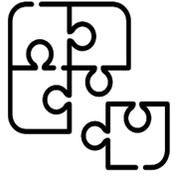
MORE GREAT SCHOOLS

Ensuring every student has a great school in their neighborhood



APPENDIX: Opportunity 180's Work

<u>O180 Area of Focus</u>	<u>Goal</u>	<u>Our Work In Action</u>
 <p>More Great Schools</p>	<p>Ensuring every student has a great school in their neighborhood</p>	<ul style="list-style-type: none"> ➤ Investments in public charter and district schools resulting in 19,000+ more quality seats since 2018, serving 97% students who qualify for FRL.
 <p>Good Governance</p>	<p>Ensuring student-centered governance practices are leveraged among decision-makers</p>	<ul style="list-style-type: none"> ➤ Charter school board matching/connection program
 <p>Great Ideas In Action</p>	<p>Activating education leaders and entrepreneurs to improve educational opportunities for kids</p>	<ul style="list-style-type: none"> ➤ Fellowship programs and development opportunities have connected 150+ educators and high-potential school leaders ➤ High quality teacher retention and recruitment grants
 <p>Good Data</p>	<p>Creating a common language on school performance through the use of data</p>	<ul style="list-style-type: none"> ➤ Statewide School Quality Map ➤ Online Data Portal
 <p>Engaged Community</p>	<p>Elevating student and family voice in the solutions of educational challenges</p>	<ul style="list-style-type: none"> ➤ Parent Leadership Team ➤ Nevada Ed-Watch Series



APPENDIX: Equitable Facilities Fund's Work

 60,000+ Students	EFF has invested in <u>120 schools</u> serving over <u>60,000 students</u> across the US.
 \$1 Billion + Invested	The fund is on track to provide over <u>\$1B</u> of low-cost financing by early 2023.
 70/80/90	Over <u>70% of students in EFF's portfolio qualify as low-income, 80% identify as people of color, and 90% of schools outperform their surrounding district.</u>
 Diverse Expertise	The team is comprised of expert credit analysts, charter school executives, impact investors, and non-profit leaders.



Opportunity 180^o



Equitable
Facilities
Fund

Nevada Facilities Fund Credit Methodology

June 2022

The Nevada Facilities Fund (NVFF) is committed to making sure that the best schools have access to financing options that support long-term, sustainable futures. Our revolving fund offers short-term and long-term loans with low rates, minimal fees, no equity down and no debt service reserve requirements. Our partner schools are committed to delivering exceptional educational opportunities to low-income communities.

To qualify for loan consideration, a school must:

- Be a non-profit charter school or charter management organization
- Demonstrate strong academic results and excellent teaching and curricular practices
- Have at least one annual audit completed
- Commitment to serve under-resourced communities
 - NVFF aggregate portfolio strives to serve >70% students of color
 - NVFF aggregate portfolio strives to serve >65% students who qualify for FRL
- Have strong current and projected financial performance
 - Projected to achieve >60 days cash on hand
 - Projected to achieve >1.1x debt service coverage
- Have high-quality leadership, board members, and governance practices

NVFF will evaluate both mature and growth stage operators with the same selection considerations; however, NVFF will tailor the loan product and analysis required to the school profile. A summary of the risk rating factors that are used during the underwriting process are included in the following two pages.

Nevada Facilities Fund Credit Methodology

Risk Rating Factors		Description of Evaluation	Weight
Charter Standing			Weight - 10%
1	Charter status & renewal history	How strong is the school's charter, in terms of length and number of charter renewals? Have authorizer evaluations been positive or have there been negative findings? Due to heightened risk of default for charter non-renewal or revocation, a rating of 2 or lower, will result in a credit override.	
Academic Performance			Weight - 20%
2	Academic results	Is the school high quality? If available, how does authorizer rate school performance? Review ELA, Math and All Subject proficiency percentages for the school, district, and state for the prior three years in the aggregate, by highest grade served, by demographic subgroup and by the FRL population. If a school is not outperforming the district and state in absolute proficiency levels for the various populations analyzed for the academic assessment rating is student academic growth robust? Review NWEA MAP or other nationally normed growth scores as alternative academic performance measure. For high schools, how do students perform on standardized ACT and SAT tests? What is the school's four-year graduation rate? What are college acceptance and matriculation rates for its graduates? If verifiable public academic performance data is not available, review results from school's internal assessments.	
3	Performance trends	Are academic results improving over time within a student cohort and for the school in the aggregate?	
4	Student attendance rates	Does the school have a culture of attendance? ADA drives funding in many jurisdictions.	
Demand			Weight - 20%
5	Historic enrollment compared to target	Has the school historically met its enrollment targets with a waitlist and/or applications exceeding available slots? For steady-state schools, has school maintained planned enrollment? For growing schools, has the school met its planned growth in enrollment?	
6	Waitlist/applications	Does the school have a waitlist for acceptance and/or demonstrate demand from the number of applications for available seats?	
7	Student retention rates	Does the school retain its students, measured from a fall-to-fall school start period? If not, are there mitigating circumstances, such family mobility in the population served?	
8	Educational alternatives	How does the school compare to educational alternatives within its service area?	
9	Community engagement & partnerships	Is the school reflective of community needs? How extensive is community engagement and outreach? Is there support from community organizations, both partners and funders? Specifically, is there support from local philanthropy, WFF (SchoolSmart) or CSGF?	
Organizational Capacity			Weight - 10%
10	Board experience & independence	Does the school have an independent board that can provide oversight? Does it have the breadth of members (>5) and experience across disciplines to be effective?	
11	Management strength	How experienced and deep is the management team? If a management company is used, what is its track record and scope of services? How robust is the strategic planning, are there clear measures of achievement that are consistently monitored?	
12	Teacher effectiveness	<ul style="list-style-type: none"> • Does the school successfully retain its teaching staff? • How robust are the school's teacher recruitment practices? Does the school conduct outreach to diverse sources? How does the school's pay scale compare to the district's? • Does the school provide consistent feedback and training for teachers? • Does the school use its own assessments of student learning to modify curriculum and ensure academic growth? How does school employ such data during the course of the school year? 	

Nevada Facilities Fund Credit Methodology

Financial Health		Weight - 20%
13	Annual revenues	Size of annual revenues is an indicator of a school's flexibility and capacity to weather downturns. <i>Total operating revenue + net non-operating revenue</i>
14	Financial trends & sustainability	Financial strength is an indicator of management strength and financial viability. What have been the financial trends over the past 3 years?
15	Excess margin	Excess margin measures the school's ability to generate revenue sufficient to meet annual expenditures, fund routine maintenance and service financial obligations. <i>[(Total revenues – total expenses) / total revenues] x 100</i>
16	Historic lease-adjusted ADS coverage	Measures school's historic ability to service annual debt service from cash flow generated through operating and non-operating activities. <i>(Net revenue available for debt service + operating lease expense) / (ADS + operating lease expense)</i>
17	Projected lease-adjusted ADS coverage	Measures school's projected ability to service annual debt service from cash flow generated through operating and non-operating activities. <i>(Net revenue available for debt service + operating lease expense) / (ADS + operating lease expense)</i>
18	Lease-adjusted MADS coverage	Measures an institution's ability to service maximum debt payments from cash flow generated through operating and non-operating activities. Calculated for most recent audited historic year, current year and projection period. <i>(Net revenue available for debt service + operating lease expense) / (MADS + operating lease expense)</i>
19	Lease-adjusted ADS burden	The lease-adjusted ADS burden reflects the demand that a school's annual debt service has on total revenues. <i>[(ADS + operating lease expense) / total revenues] x 100</i>
20	Lease-adjusted MADS burden	The lease adjusted MADS burden reflects the demand that a school's maximum debt service has on total revenues. <i>[(MADS + operating lease expense) / total revenues] x 100</i>
21	Unrestricted days cash on hand	Unrestricted days cash on hand reflects a school's financial flexibility and capability to withstand operating challenges while still covering its operating expenditures. <i>Unrestricted reserves / [(total expenses – depreciation and amortization expense) / 365]</i>
22	Unrestricted reserves to debt	Unrestricted reserves to debt measures a charter school's financial flexibility. <i>(Unrestricted reserves / total long-term debt) x 100</i>
Regulatory & Funding Environment		Weight - 10%
23	State statutory framework	What is the statutory framework within the state? Is there clarity surrounding school performance benchmarks and transparency regarding authorizer processes? Does the school provide financial, training or other support to the schools it authorizes?
24	Funding environment	Growth in per pupil funding and the existence of any dedicated facilities funding are the primary factors in the funding environment, with cash flow considerations a secondary factor. Base per pupil funding is defined as funding received for all students rather than specific funding received for certain populations, e.g. funding for special education.
25	Political environment	What is the political environment, at the state and local levels?
Project Risk		Weight - 10%
26	Construction Status	Is there construction risk in the project or is it a pure refinancing?
27	Availability of replacement schools	Can a replacement school be found should EFF's school borrower default and/or cease operations?
28	Additional debt/expansion	Does the school have significant expansion plans that will require additional debt? If so, will future enrollment growth be sufficient to accommodate additional borrowing?

MEMORANDUM

TO: Zach Conine, Nevada State Treasurer
CC: Thomas Toepfer, PFM Financial Advisors, Erik Jimenez, Chief Policy Deputy
FROM: Miles Dickson & Jana Wilcox Lavin, Opportunity 180
Michael McGregor & Shawn McCormack, Equitable Facilities Fund
DATE: August 9, 2022
SUBJECT: Responses to Follow-up Questions to July 21, 2022 Meeting

Please see responses to your questions from August 2nd below. Thank you once again for your vision, commitment, and consideration of a transformative use of Nevada State Infrastructure Bank funds.

1. Would you be willing to provide a sample of active loan agreements, selected by the Nevada State Treasurer’s Office (STO), for review?

Yes.

2. The adopted regulations for the Bank require all projects, except those for affordable housing, to begin some level of repayment within one year of after the origination of the loan. Would you be willing to consider periodic interest and/or principal payments rather than a ballooned payment at the end of the 20-year term?

Yes, a periodic debt service schedule is viable under certain scenarios. However, all interest and principal payments prior to maturity will reduce the fund’s loan-making ability.

We suggest a small annual interest-only payment of .01% of the outstanding loan balance that would allow the initiative to meet the Bank’s requirement while optimizing leverage and impact for students and schools. Please see the “Inputs” tab in the model to explore the impact of different Nevada State Infrastructure Bank (“NSIB”) loan repayment schedules.

3. Would you please explain what assurances or commitments EFF has received relative to the philanthropic contributions referenced in the Sources & Uses and Cash Flow Pro Forma referenced during our discussion? Additionally, can you please provide an updated spreadsheet that includes the formulas that are used in the Sources & Uses and Cash Flow Pro Forma?

Over the first five years of the NSIB loan term, Opportunity 180 (“O180”) and Equitable Facilities Fund (“EFF”, and together “NVFF Administrators”) estimate they will bring over \$90M into the Nevada Facilities Fund (“NVFF”) through a combination of contributions from local and national philanthropies totalling approximately \$5.5M and net proceeds from low-yield bond issuances totalling approximately \$85M. Adding the NSIB’s \$15M loan, the Fund’s total capital sources will exceed \$100M. All funds will be deployed in the form of low-cost charter school loans.

The NVFF Administrators have secured pledges from Nevada (local) philanthropies totalling \$5.5M, which represents all philanthropic funding needed to achieve the proposed \$100M+ fund. See the “\$100M Fund” tab in the projections for more detail on this scenario.

Notably, the NVFF Administrators seek to raise at least another \$400M of external capital and exceed \$500M in cumulative lending by the end of the proposed loan term in 2042. This growth will require an additional \$40M in philanthropic or concessionary capital, some portion of which EFF will provide from pre-existing sources. See the “\$500M Fund” tab in the projections for more detail on this scenario.

While we are optimistic we will secure additional philanthropic funding by 2028, our proposal to NSIB is focused on the \$100M Fund scenario in which we bring in over \$90M of external capital to support over \$100M of loans in the coming years.

4. Would EFF be willing to share loan application analysis with NSIB staff prior to approving a particular loan with the understanding that a loan not approved by the NSIB Board could not be funded with contributed capital from the NSIB, directly or indirectly?

NVFF will provide credit memos and other in-depth analyses that support loan-making decisions to the NSIB. However, we cannot commit to a third party approval requirement for any lender or investor - be it the NSIB, a family foundation or bond buyers - for every loan made by NVFF. We are fully committed to adhering to the NSIB’s regulations and criteria when making loans.

5. Would EFF be willing to consider a direct loan from the NSIB or, alternatively, to NVFF which we assume will be a Nevada partnership or LLC whereby O180 is a partner/member?

Our preference is for O180 to serve as the borrower given the organization’s strong local reputation and ability to cultivate a pipeline of high-quality prospective school borrowers in Nevada. We are open to discussing an SPE structure if it better meets the NSIB’s objectives.

6. Would O180 please share its most recent Form 990?

Yes -- see attached.

According to the S&P Rating Action Report provided for Austin Achieve Public Schools, EFF has a pledge of all operating revenue as well as a first-lien on school facilities in support of its bonds.

7. In the term sheet, O180 is the debtor to the NSIB, so what recourse would NSIB have in the event of default given that the contribution to EFF comes from O180?

As indicated in the proposed term sheet, the loan to O180 will be unsecured. The NSIB loan would absorb first loss and thereby support the terms, leverage, and low-yield capital from other investors that make this initiative possible.

The annual default rate in the charter school sector is approximately 3%, and EFF has made 48 loans nationally with no defaults. The EFF team follows comprehensive loan monitoring policies and procedures including an annual review process that will apply to all NVFF loans. Our goal is to always proactively work with schools to identify challenges and prevent them from causing defaults. While we expect similar success with the NVFF initiative, in an event of default EFF and O180 would own all remedial efforts to facilitate loan loss recovery. In a worst case scenario, EFF would sell the facility or find a replacement tenant in order to recoup as much of the loan value as possible.

8. The NVFF will start with \$20M in capital, a much lesser amount than \$200M in corpus in the ESRF (Equitable School Revolving Fund). To leverage ~\$16M annually in bonds from the NVFF as demonstrated in the Pro Forma, will bond issuances have a subordinate lien on the ESRF to ensure a higher credit rating and lower borrowing rate? Will monies be set aside for a debt reserve fund?

NVFF will live on ESRF's balance sheet, meaning the initiative will be capitalized with A rated bond proceeds that ESRF is able to issue because of the credit strength of its pooled, overcollateralized national fund. Senior bondholders have a pledge to loan revenues under ESRF's Master Trust Indenture, which will include monies generated from the repayment of NVFF loans. ESRF has already established a fully-funded debt service reserve fund, and any future contributions to the debt service reserve fund will be made with monies outside of the NVFF initiative.

9. The Official Statement provided notes all states participating in the issuance (AZ, CA, MA City of Albany) are using private activity bonds as conduit issuers with limited obligations payable solely from the amounts pledged. Please explain the structure of the terms between O180 and EFF, including how this differs from the typical structure using conduit issuers with limited obligations.

As a 501c3 borrower, ESRF accesses the tax-exempt bond market through conduit issuers. The bonds used to capitalize the NVFF initiative will be issued through the Arizona Industrial Development Authority (AZIDA).

As currently contemplated, the loan from O180 to EFF will come in the form of a Program Related Investment with a term that mirrors that of the loan from the NSIB to O180.

10. Would the loan from O180 be on parity with EFF's bonds?

No. The loan will be unsecured given the need for nonrecourse "first loss" capital to catalyze the NVFF initiative.

The bond proceeds that will potentially be used as a PRI to EFF were derived from State of Nevada Taxable General Obligation Bond, Series 2022B, which was self-designated as a "Social Bond" and carries certain reporting requirements based on representations made in the Official Statement.

11. To what extent would O180 and EFF be willing to provide the necessary loan, project and demographic data necessary to meet the 2022B Series social bond reporting requirements?

It would be helpful to know the NSIB's specific reporting requirements or expectations before committing to this, but we very likely are willing to do so. ESRF has issued more verified Social Bonds than any other borrower in the education sector and adheres to a set of reporting requirements that likely overlap with the NSIB's metrics.

The Bank requires all projects to conform to certain wage and labor standards including, the payment of state prevailing wage and apprenticeship utilization thresholds for projects. Additionally, projects through the Charter School Capital Needs Revolving Fund must utilize developer partners that have demonstrated a long-term commitment to register apprenticeships.

12. Can O180 and EFF provide us with a commitment that these labor standards will be required for all schools who receive funding through the Nevada Facilities Fund?

Yes. We will require all school borrowers to adhere to applicable labor and wage standards.

13. The Bank also has a stated goal in line with the President's Justice 40 Initiative, to ensure that 40% of all projects are located in disadvantaged communities. Can O180 and EFF provide us with the proposed locations of all potential projects that it expects to fund in the first two years of the Fund?

Yes. See below for a list of addresses for the current pipeline of prospective projects. O180 uses a priority foot print map to identify the location of schools that it works with. Future projects would be placed within the heat map, located [here](#).

<u>Phase I (2022-2023)</u>	<u>Location</u>
Nevada Prep	1780 Betty Ln, Las Vegas, NV 89156
Nevada Rise	2525 Emerson Ave, Las Vegas, NV 89121
Equipo Academy	4131 E Bonanza Rd, Las Vegas, NV 89110
Democracy Prep	1201 W Lake Mead Blvd, Las Vegas, NV
<u>Phase II (2024-2025)</u>	<u>Location</u>
Futuro Academy	920 N Lamb Blvd, Las Vegas, NV 89110
Girls Empowerment Middle School	4220 S. Maryland Parkway, Bldg B LV, NV 89119
Explore Academy	3551 N Ferrell St. North Las Vegas, NV 89032
TEACH Las Vegas	4660 N Rancho Dr, Las Vegas, NV 89130

August 26, 2022 update

We have identified and begun preliminary discussion with 2 Northern Nevada schools. In addition, we are currently exploring schools in both rural and Northern Nevada.

Opportunity 180
2023 Operating Budget
CSP & Outside Contract Programming Included
Revision 2022-07-06

Net Assets		Amount
Net Assets 6/30/2022		20,437,915

Revenue			CSP & Outside Contract Programming									
			Engaged	Good			CSP - Technical			Management &		
Amount	Category		Great Schools	Community	Governance	Good Data	Good Ideas	CSP - Subgrants	CSP - Admin	Assistance	Fundraising	General
			101	102	103	104	105	107	107a	107t	710	810
40000	Unrestricted Contributions	150,000	-	-	-	-	-	-	-	-	-	150,000
41000	Restricted Contributions	9,249,185	3,250,000	-	-	-	153,125	5,392,600	82,589	370,871	-	-
46430	Investment Income	-	-	-	-	-	-	-	-	-	-	-
Total Revenue 2023		9,399,185	3,250,000	-	-	-	153,125	5,392,600	82,589	370,871	-	150,000

Expenses			CSP & Outside Contract Programming									
			Engaged	Good			CSP - Technical			Management &		
Amount	Category		Great Schools	Community	Governance	Good Data	Good Ideas	CSP - Subgrants	CSP - Admin	Assistance	Fundraising	General
			101	102	103	104	105	107	107a	107t	710	810
60500	Bank Charge	3,600	-	-	-	-	-	-	-	-	-	3,600
60920	Business Registration Fees	650	-	-	-	-	-	-	-	-	-	650
62110	Accounting Fees	53,500	-	-	-	-	-	-	-	-	-	53,500
62120	Lobbying Expense	72,500	14,500	14,500	14,500	14,500	14,500	-	-	-	-	-
62140	Legal Fees	12,000	-	-	-	-	-	-	-	-	-	12,000
62150	Outside Contract Services - Internal	725,930	507,825	106,633	20,325	45,658	22,205	-	-	-	-	23,284
62151	Outside Contract Services - Programming	1,298,000	550,000	-	2,000	-	661,900	-	15,500	68,600	-	-
62155	Public Relations	52,500	-	52,500	-	-	-	-	-	-	-	-
62840	Equip Rental and Maint	3,000	-	-	-	-	-	-	-	-	-	3,000
62890	Rent, Parking, Utilities	59,218	-	-	-	-	-	-	-	-	-	59,218
65010	Books, Subscriptions, Ref	2,800	-	-	-	-	-	-	-	-	-	2,800
65020	Postage, Mailing Service	375	-	-	-	-	-	-	-	-	-	375
65030	Printing and Copying	6,000	-	-	-	-	-	-	-	-	-	6,000
65040	Supplies	45,886	-	-	-	-	13,915	-	12,314	8,657	-	11,000
65050	Telephone, Telecommunications	9,900	-	-	-	-	-	-	-	-	-	9,900
65070	Software Subscription	10,051	921	721	1,377	921	627	-	-	-	-	5,487
65080	Health and Wellness	6,600	-	-	-	-	-	-	-	-	-	6,600
65110	Meals & Entertainment	28,025	857	857	857	1,457	22,282	-	-	-	857	858
65120	Insurance- Liability, D&O	12,900	-	-	-	-	-	-	-	-	-	12,900
66000	Payroll Expenses	1,431,113	197,665	141,522	132,775	130,524	331,480	-	42,027	92,040	136,961	226,118
66300	Employee Benefits	36,505	5,558	3,906	3,455	3,605	10,215	-	-	-	3,005	6,760
68300	Conferences, Conventions & Meetings	52,177	-	15,000	3,000	-	28,100	-	6,077	-	-	-
68321	Airfare	7,000	-	7,000	-	-	-	-	-	-	-	-
68322	Hotel	4,600	-	4,600	-	-	-	-	-	-	-	-
68325	Meals	1,900	-	1,900	-	-	-	-	-	-	-	-
69000	Travel - Internal	84,045	-	10,000	-	-	30,800	-	6,671	11,574	25,000	-
69400	Grants Paid to Organizations	7,968,868	780,000	1,065,000	-	-	541,268	5,392,600	-	190,000	-	-
Total Expenses 2023		11,989,643	2,057,326	1,424,139	178,289	196,665	1,677,292	5,392,600	82,589	370,871	165,822	444,050

Net Assets		Amount
Net Assets 6/30/2023		17,847,457
Planned Revenue		9,399,185
Projected CSP		-
Projected Total Revenue		9,399,185
Expenses		(11,989,643)
Projected inc/(dec) in Net Assets		(2,590,458)



BARBARA K. CEGAUSKE
Secretary of State
202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684-5708
Website: www.nvsos.gov

**Nonprofit Amendment
(Before First Meeting)**
(PURSUANT TO NRS CHAPTERS 81 AND 82)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Certificate of Amendment to Articles of Incorporation
For Nonprofit Corporations

(Pursuant to NRS Chapters 81 and 82 - Before First Meeting of Directors)

1. Name of corporation:

OPPORTUNITY 180

2. The articles have been amended as follows: (provide article numbers, if available)

1. I reformatted the revised Articles of Incorporation to have Articles broken down by number and description.
2. I included the location of our principal office in Article II to a broader definition of City of Las Vegas, County of Clark.
3. I revised our purpose in Article III: "to improve the quality of preK-12th grade education for children in high need Nevada communities.
4. Article IV defines prohibited activities and construction of the articles
5. Article V includes our initial trustees until we hold an election at our first annual meeting.
6. Article VI removes personal liability from members, officers, or directors of the corporation.
7. Article VII strengthens the language of our duration and dissolution article to require the corporation to dispose of all assets to a non profit corporation exclusively for charitable or educational purposes.
8. Article VIII states that any amendment may be adopted with 2/3 of the board of directors' vote

3. The undersigned are a majority of the original incorporators of the nonprofit corporation, or the majority necessary for the approval as otherwise provided by NRS.

4. As of the date of this certification no meeting of the directors has taken place and the corporation has no members other than the incorporators.

5. Effective date and time of filing: (optional)

Date:

Time:

(must not be later than 90 days after the certificate is filed)

6. Signatures: (if more than two signatures, attach an 8 1/2" x 11" plain sheet with the additional signatures.)

X

Signature of Incorporator

X

Signature of Incorporator

FILING FEE: \$50.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

ARTICLES OF INCORPORATION
OF
OPPORTUNITY 180

The undersigned, desiring to form a nonprofit charitable corporation under the Nonprofit Corporation Law of Nevada, Chapter 82 of the Nevada Revised Statutes, hereby certifies:

ARTICLE I

Name

The name of the Corporation shall be: OPPORTUNITY 180

ARTICLE II

Principal Office

The place in the state of Nevada where the principal office of the Corporation is located is the City of Las Vegas, County of Clark.

ARTICLE III

Purposes

The Corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") and to such end the Corporation is organized and shall be operated as a charitable organization to improve the quality of pre-K – 12th grade education for children in high-need Nevada communities.

ARTICLE IV

Prohibited Activities and Construction of Articles

- a. No part of the property or earnings of the Corporations shall inure to the benefit of, or be distributable to, the Corporation's members, trustees, officers or private individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered or furnished, and to make payments and distributions in furtherance of the purposes set forth in ARTICLE III of these Articles.
- b. The Corporation shall not participate or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.
- c. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent that would result in the loss of exemptions under section 501(c)(3) of the Code.
- d. It is intended that this Corporation shall have and continue to have the status of a corporation which is exempt from federal income tax pursuant to section 501(a) of the Code as an organization described in section 501(c)(3) of the Code.
- e. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization (a) exempt from federal income tax under section 501(c)(3) of the Code; (b) contributions to which are deductible for federal income tax purposes under section 170(c)(2) of the Code. These Articles shall be construed

accordingly, and all powers and activities hereunder shall be limited accordingly.

ARTICLE V

Trustees

The following persons shall serve OPPORTUNITY 180 as the trustees until the first annual meeting called to elect trustees. Their names are as follows:

<u>Name</u>	<u>Address</u>
Lindy Schumacher	11035 Lavender Hill Drive Ste 160-180 Las Vegas, NV 89135
Steve McCracken	11035 Lavender Hill Drive Ste 160-180 Las Vegas, NV 89135
Jonathan Sanborn	11035 Lavender Hill Drive Ste 160-180 Las Vegas, NV 89135
Colin Seale	11035 Lavender Hill Drive Ste 160-180 Las Vegas, NV 89135

Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VI

Personal Liability

No member, officer, or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII

Duration and Dissolution

The duration of the corporate existence shall be perpetual until dissolution.

Upon the dissolution of the Corporation, the Board of Trustees of this Corporation, after paying or making provision for the payment of all known liabilities of the Corporation, shall dispose of all the assets of this Corporation exclusively for charitable or educational purposes by contributing the same to such organization or organizations organized and operated exclusively for charitable or educational purposes and described in section 501(c)(3) of the Code, as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of as directed by the Board of Trustees, exclusively for charitable or educational purposes.

ARTICLE VIII

Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

Article IX

Any reference in these Articles of Incorporation to a section of the Code shall be deemed to include the corresponding provisions of any applicable future United States revenue law, from and after the effective date of any such future law.

Opportunity 180
EIN # 61-1753910

11035 Lavender Hill Drive
Ste 160-180
Las Vegas, Nevada 89135

Application for Recognition of Exemption
(IRS Form 1023)

EXHIBIT A

NEVADA SECRETARY OF STATE

ORIGINAL ARTICLES OF ORGANIZATION
AND
CERTIFIED AMENDMENTS TO ARTICLES OF ORGANIZATION

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE (INCLUDING AMENDMENTS)

I, BARBARA K. CEGAVSKE, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify, that the following is a list of all organizational documents on file in this office for

OPPORTUNITY 180

Articles of Incorporation filed on August 26, 2014.

Amended & Restated Articles of Incorporation filed on February 17, 2015.

STATE OF NEVADA

BARBARA K. CEGAVSKE
Secretary of State



JEFFERY LANDERFELT
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

February 17, 2015

Job Number: C20150217-0483
Reference Number: 20150070082-85
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20140615140-34	Articles of Incorporation	2 Pages/1 Copies



Respectfully,

Handwritten signature of Barbara K. Cegavske in cursive.

BARBARA K. CEGAVSKE
Secretary of State

Certified By: Angela Warwick
Certificate Number: C20150217-0483
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4201
Telephone (775) 684-5708
Fax (775) 684-7138

Attachment to
Articles of Incorporation of
Opportunity 180

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: Opportunity 180 supports the academic achievement of all students through the recruitment and creation of new schools. We will recruit, support and create high quality new schools to serve pK-12th grade students.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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

SECRETARY OF STATE



I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **OPPORTUNITY 180**, as a non-profit corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since August 26, 2014, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on February 17, 2015.

Barbara K. Cegavske

BARBARA K. CEGAVSKE
Secretary of State

Certified By: Angela Warwick
Certificate Number: C20150217-0483
You may verify this certificate
online at <http://www.nvsos.gov/>



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov



090503

**Certificate to Accompany
 Restated Articles or
 Amended and Restated Articles**
 (PURSUANT TO NRS)

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number 20150070080-63
	Filing Date and Time 02/17/2015 9:26 AM
	Entity Number E0442862014-6

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

This Form is to Accompany Restated Articles or Amended and Restated Articles of Incorporation
 (Pursuant to NRS 78.403, 82.371, 86.221, 87A, 88.355 or 88A.250)

(This form is also to be used to accompany Restated Articles or Amended and Restated Articles for Limited-Liability Companies, Certificates of Limited Partnership, Limited-Liability Limited Partnerships and Business Trusts)

1. Name of Nevada entity as last recorded in this office:

OPPORTUNITY 180

2. The articles are: (mark only one box) Restated Amended and Restated

Please entitle your attached articles "Restated" or "Amended and Restated," accordingly.

3. Indicate what changes have been made by checking the appropriate box:*

No amendments; articles are restated only and are signed by an officer of the corporation who has been authorized to execute the certificate by resolution of the board of directors adopted on: _____
 The certificate correctly sets forth the text of the articles or certificate as amended to the date of the certificate.

The entity name has been amended.

The registered agent has been changed. (attach Certificate of Acceptance from new registered agent)

The purpose of the entity has been amended.

The authorized shares have been amended.

The directors, managers or general partners have been amended.

IRS tax language has been added.

Articles have been added.

Articles have been deleted.

Other. The articles or certificate have been amended as follows: (provide article numbers, if available)

Article IV: defines prohibited activities

Article V: initial trustees

Article VI: removes personal liability from members, directors or officers

(see attached non profit amendment)

4. Effective date and time of filing: (optional)

Date: _____

Time: _____

(must not be later than 90 days after the certificate is filed)

* This form is to accompany Restated Articles or Amended and Restated Articles which contain newly altered or amended articles. The Restated Articles must contain all of the requirements as set forth in the statutes for amending or altering the articles for certificates.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State Restated Articles
 Revised: 1-5-15



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov
www.nvsilverflume.gov

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number E0442862014-6
Secretary of State State Of Nevada	Filing Number 20211705422
	Filed On 08/26/2021 09:36:55 AM
	Number of Pages 1

**Charitable Solicitation
 Registration Statement**
 (PURSUANT TO NRS CHAPTER 82)
*Required for any corporation that intends to solicit charitable/tax
 deductible contributions. To be filed with Initial/Annual List Forms.*

1. Names of Charitable Organization: (please complete items a thru c; attach additional page(s) if necessary)	a) Name of charitable organization as state in its Articles of Incorporation or other governing document: Opportunity 180																							
	b) Exact name of charitable organization as registered with the Internal Revenue Service: Opportunity 180																							
	c) Name or names under which charitable organization may, or intends to, solicit charitable contributions in Nevada: OPPORTUNITY 180																							
2. Web Address: (optional*)	http://opportunity180.org *will be listed on public entity search																							
3. USA PATRIOT ACT certification: (optional)	<input type="checkbox"/> Check here to accept the following certification. In compliance with the Uniting and Strengthening America by Providing Appropriate Tools Required to Intercept and Obstruct Terrorism (USA PATRIOT) Act of 2001 and other counterterrorism laws, I hereby certify on behalf of the herein named entity that all funds and donations will be used in compliance with all United States of America anti-terrorist financing and asset control laws, statutes and executive orders.																							
4. Places of Business: (please complete items a, b; attach additional page(s) if necessary)	a) Address and telephone number of the principal place of business of the charitable organization: <table border="1"> <tr> <td colspan="2">11035 Lavender Hill Dr., Suite 160-180</td> <td>Las Vegas</td> <td>NV</td> <td>89135</td> <td>USA</td> </tr> <tr> <td>Address</td> <td>City</td> <td>State</td> <td>Zip Code</td> <td>Country</td> <td></td> </tr> </table>	11035 Lavender Hill Dr., Suite 160-180		Las Vegas	NV	89135	USA	Address	City	State	Zip Code	Country												
	11035 Lavender Hill Dr., Suite 160-180		Las Vegas	NV	89135	USA																		
Address	City	State	Zip Code	Country																				
b) Address and telephone number of any office in this state OR if none, name, address and telephone number of custodian of its financial records: <table border="1"> <tr> <td colspan="2">Miles Dickson</td> <td colspan="4">7028923940</td> </tr> <tr> <td colspan="2">Name of Custodian</td> <td colspan="4">Telephone Number</td> </tr> <tr> <td colspan="2">11035 Lavender Hill Dr., Suite 160-180</td> <td>Las Vegas</td> <td>NV</td> <td>89135</td> <td>USA</td> </tr> <tr> <td>Address</td> <td>City</td> <td>State</td> <td>Zip Code</td> <td>Country</td> <td></td> </tr> </table>	Miles Dickson		7028923940				Name of Custodian		Telephone Number				11035 Lavender Hill Dr., Suite 160-180		Las Vegas	NV	89135	USA	Address	City	State	Zip Code	Country	
Miles Dickson		7028923940																						
Name of Custodian		Telephone Number																						
11035 Lavender Hill Dr., Suite 160-180		Las Vegas	NV	89135	USA																			
Address	City	State	Zip Code	Country																				
5. Exempt Status and Federal Tax ID:	Federal tax exempt status: 1 EIN - Federal Tax ID: 61-1753910																							
6. Names and Addresses of Executive Personnel: (attach additional page(s) if necessary)	Jana Wilcox Lavin EXECUTIVE PERSONNEL Name Title																							
	11035 Lavender Hill Dr., Suit 160-180 Las Vegas NV 89135 USA Address City State Zip Code Country																							
7. Fiscal Year:	Day and month of end of fiscal year of the charitable organization: Day 30 Month 6																							
8. Financial Information from IRS Form 990, 990EZ or if no Form 990, a good faith estimate for most recent fiscal year:	<input type="checkbox"/> Check here if you file Form 990N or have not filed a Form 990 or 990EZ. If checked, please provide a good faith estimate for its current fiscal year. All others please provide the information from the most recently filed Form 990 , Part I or 990EZ, Parts I and II.																							
	Total Revenue (line 12, Form 990; line 9, Form 990EZ)..... 10324.0																							
	Total Expenses (line 18, Form 990; line 17, Form 990EZ)..... 4869693.0																							
	Revenue less Expenses (line 19, Form 990; line 18, Form 990EZ)..... -4859369.0																							
	Total Assets (line 20, Form 990; line 25, Form 990EZ)..... 5468462.0																							
	Total Liabilities (line 21, Form 990; line 26, Form 990EZ)..... 2001007.0																							
Net Assets or Fund Balances (line 22, Form 990; line 27, Form 990EZ)..... 3467385.0																								
9. Signature: (must be signed by an officer, or if a trust, by a trustee)	I declare, to the best of my knowledge under penalty of perjury, that the information contained herein is correct and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.																							
	X Harry Paul Marquis Attorney 08/26/2021 Authorized Signature Title Date																							

Bylaws
of
OPPORTUNITY 180

ARTICLE I

Name & Purpose

Section 1.1 Name

The name of the organization shall be **Opportunity 180**. It shall be a nonprofit organization incorporated under the laws of the State of Nevada.

Section 1.2 Purpose

Opportunity 180 is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, as amended (the “Code”) and to such end the Corporation is organized and shall be operated as a charity for the following purposes:

- (i) to recruit and support high quality public charter schools to provide children in Southern Nevada with an excellent education;
- (ii) to support local education entrepreneurs wishing to create high quality public charter schools;
- (iii) to use its assets and resources to carry out its charitable and educational purpose, including but not limited to, supporting high quality charter school creation and growth in Nevada;
- (iv) to accept and receive, from whatever source, and to administer grants whether unrestricted or for specific purposes, of funds and property, of every kind and description;
- (v) to do all things incidental to the foregoing.

ARTICLE 2

Trustees

Section 2.1 Number

The Board of Trustees of the Corporation (the “Board of Trustees”) shall consist of no less than 5 individuals.

Section 2.2 Duties

The Board of Trustees, subject to limitations contained in the Nevada Revised Statutes, the Articles of Incorporation of the Corporation, and this Code of Regulations:

- a. Perform any and all duties imposed on them collectively or individually by law, by the articles of the incorporations, or by these bylaws;
- b. Appoint, remove, employ and discharge, and except as otherwise provided by these bylaws, prescribe the duties and fix compensation, if any, of all officers, agents, and employees of the corporation;
- c. Supervise all officers, agents, and employees of the corporation to assure their duties are performed properly;
- d. Meet at such times and places as required by these bylaws
- e. Register their addresses with the secretary of the corporation, and notices of meetings mailed to them at such addresses shall be valid notices thereof.

Section 2.3 Status as Members

The Trustees of the Corporation shall be the members of the Corporation and shall, for the purposes of any statutes or rule of law relating to the corporations be taken to be the members of the Corporation.

Section 2.4 Election and Term of Office

The members of the initial Board of Trustees shall be the initial Trustees of the Corporation identified in Article V of the Articles of the Incorporation of the Corporations. Subject to the provisions of Sections 2.5 and 2.6 of these By Laws, members of the initial Board of Trustees shall serve as Trustees until December 31, 2015 or until their successors are elected or qualified. Thereafter, each Trustee shall serve a term of one year, two years or three years, or until his or her successor is duly elected or qualified.

Trustees shall be elected at the annual meeting of the Corporation held at the time within the year of the expiration of the terms of the members of the Board of Trustees. A Trustee may be elected to a consecutive term on the Board of Trustees without limitation on the number of such consecutive terms.

Section 2.5 Resignation

Any Trustee may resign by submitting a written resignation at a meeting of the Board of

Trustees or by mailing such resignation to the Corporation at its principal office, and, thereupon, such resignation shall become effective forthwith without need of any acceptance, unless otherwise specified therein.

Section 2.6 Removal of Trustees

At any annual or special meeting of the Trustees duly called for that purpose, any Trustee may be removed with or without cause by a majority vote of the other Trustees. Written notice that an individual is being considered for removal shall be given to the Board of Trustees at least seven (7) days prior to the date of the meeting at which the name of such individual is to be presented for removal. A successor Trustee may thereupon be appointed to fill the vacancy thus created, but only in accordance with the procedure set forth in Section 2.7 below. Any Trustee whose removal has been proposed shall be given an opportunity to be heard at the meeting at which his or her removal is considered.

Section 2.7 Vacancies

Vacancies on the board of directors shall exist (1) on the death, resignation, or removal of any director, and (2) whenever the number of authorized directors is increased.

Any director may resign effective upon giving written notice to the chairperson of the board, the president, the secretary, or the board of directors, unless the notice specifies a later time for the effectiveness of such resignation. No director may resign if the corporation would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the office of the attorney general or other appropriate agency of this state.

Directors may be removed from office, with or without cause, as permitted by and in accordance with the laws of this state.

Unless otherwise prohibited by the articles of incorporation, these bylaws, or provisions of law, vacancies on the board may be filled by approval of the board of directors. If the number of directors then in office is less than a quorum, a vacancy on the board may be filled by approval of a majority of the directors then in office or by a sole remaining director. A person elected to fill a vacancy on the board shall hold office until the next election of the board of directors or until his or her death, resignation, or removal from office.

Section 2.8 Compensation

Trustees shall not be compensated for services provided to the Corporation in their capacity as trustees. Trustees may be compensated for the reasonable value of any other services authorized by and provided to the Corporation. Trustees may be reimbursed, upon Trustee approval, for actual expenses incurred by them in the performance of their duties when such expenses are appropriately documented by receipts or other evidence of payment.

¹Section 2.9 Regular Meetings

Except as otherwise provided by law, a meeting of the Board of Trustees for the purpose of the election of officers, and the consideration of any other business that may be properly brought before the Board of Trustees shall be held at minimum, four times a year at such time and place as the Board of Trustees may from time to time designate.

Section 2.10 Special Meetings

Special meetings of the Board of Trustees may be called, and upon the written request of at least two (2) Trustees, shall be called by the President of the Corporation.

Section 2.11 Notice of Annual and Special Meetings

Notice of annual, regular and special meetings shall be given to each Trustee personally or by mail, telephone, facsimile or text at least three (3) days prior to the date designated for such meeting. Such notice shall state the time, place and purpose of the meeting subject thereto.

Section 2.12 Waiver of Notice

Before or at any meeting of the Board of Trustees, any Trustee may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Trustee at any meeting of the Board of Trustees shall be a waiver of notice by such Trustee of the time and place thereof.

Section 2.13 Action by Written Consent

To the extent permitted by law, any lawful action of the Board of Trustees may be taken without a meeting, if written consent to such action is signed by all the Trustees and filed with the minutes of the Board of Trustees.

Section 2.14 Telephone Meetings

Meetings of the Board of Trustees may be held through any communications equipment if all persons participating can hear each other. Participation in a meeting pursuant to this Section 2.14 shall constitute presence at such meeting.

¹ Section 2.9 was revised at the 08/25/2015 Board meeting. The requirement that the Board of Directors meet monthly was revised to require that the Board meet at least four times per year.

Section 2.15 Quorum

Except as otherwise provided by law, at all meetings of the Board of Trustees a minimum of three (3) members of the Board of Trustees is necessary to constitute a quorum for the transaction of business. At a meeting at which a quorum is present, the acts of a majority of the Trustees present shall constitute the acts of the Board of Trustees. Each Trustee shall have one vote.

Section 2.14 Majority Action as Board Action

Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the board of directors, unless the articles of incorporation, these bylaws, or provisions of law require a greater percentage or different voting rules for approval of a matter by the board.

Section 2.15 Conduct of Meetings

Meetings of the board of directors shall be presided over by the chairperson of the board, or, if no such person has been so designated, or in his or her absence, the president of the corporation, or in his or her absence, by the vice president of the corporation, or in the absence of each of these persons, by a chairperson chosen by a majority of the directors present at the meeting. The secretary of the corporation shall act as secretary of all meetings of the board, provided that, in his or her absence, the presiding officer shall appoint another person to act as secretary of the meeting.

Meetings shall be governed by Roberts Rules of Order, insofar as such rules are not inconsistent with or in conflict with the articles of incorporation, these bylaws, or with provisions of law.

Section 2.16 Nonliability of Directors

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

Section 2.17 Indemnification by Corporation of Directors and Officers

The directors and officers of the corporation shall be indemnified by the corporation to the fullest extent permissible under the laws of this state.

Section 2.18 Insurance for Corporate Agents

Except as may be otherwise provided under provisions of law, the board of directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation (including a director, officer, employee, or other agent of the corporation)

against liabilities asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against such liability under the articles of incorporation, these bylaws, or provisions of law.

ARTICLE 3

Officers

Section 3.1 Designation

The officers of the corporation shall be a president, a vice president, a secretary, and a treasurer. The corporation may also have a chairperson of the board, one or more vice presidents, assistant secretaries, assistant treasurers, and other such officers with such titles as may be determined from time to time by the board of directors.

Section 3.2 Election of Officers

Officers shall be elected by the board of directors, at any time, and each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

Section 3.3 Removal and Resignation

Any officer may be removed, either with or without cause, by the board of directors, at any time. Any officer may resign at any time by giving written notice to the board of directors or to the president or secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of this section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the board of directors relating to the employment of any officer of the corporation.

Section 3.4 Vacancies

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the board of directors. In the event of a vacancy in any office other than that of president, such vacancy may be filled temporarily by appointment by the president until such time as the board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the board may or may not be filled as the board shall determine.

Section 3.4 Compensation

The salaries of the officers, if any, shall be fixed from time to time by resolution of the board of directors. In all cases, any salaries received by officers of this corporation shall be reasonable and given in return for services actually rendered to or for the corporation. All officer salaries shall be approved in advance in accordance with this corporation's conflict of interest policy, as set forth in Article 8 of these bylaws.

Section 3.5 President

The president shall be the chief executive officer of the corporation and shall, subject to the control of the board of directors, supervise and control the affairs of the corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the articles of incorporation, or by these bylaws, or which may be prescribed from time to time by the board of directors. Unless another person is specifically appointed as chairperson of the board of directors, the president shall preside at all meetings of the board of directors and, if this corporation has members, at all meetings of the members. Except as otherwise expressly provided by law, by the articles of incorporation, or by these bylaws, he or she shall, in the name of the corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the board of directors.

Section 3.6 Secretary

The secretary shall:

Certify and keep at the principal office of the corporation the original, or a copy, of these bylaws as amended or otherwise altered to date.

Keep at the principal office of the corporation or at such other place as the board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of committees of directors and of members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.

Ensure that the minutes of meetings of the corporation, any written consents approving action taken without a meeting, and any supporting documents pertaining to meetings, minutes, and consents shall be contemporaneously recorded in the corporate records of this corporation. "Contemporaneously" in this context means that the minutes, consents, and supporting documents shall be recorded in the records of this corporation by the later of (1) the next meeting of the board, committee, membership, or other body for which the minutes, consents, or supporting documents are being recorded, or (2) sixty (60) days after the date of the meeting or written consent.

See that all notices are duly given in accordance with the provisions of these bylaws or as required by law.

Be custodian of the records and of the seal of the corporation and affix the seal, as authorized by law or the provisions of these bylaws, to duly executed documents of the corporation. Keep at the principal office of the corporation a membership book containing the name and address of each and any members, and, in the case where any membership has been terminated, he or she shall record such fact in the membership book together with the date on which such membership ceased.

Exhibit at all reasonable times to any director of the corporation, or to his or her agent or attorney, on request therefor, the bylaws, the membership book, and the minutes of the proceedings of the directors of the corporation.

In general, perform all duties incident to the office of secretary and such other duties as may be required by law, by the articles of incorporation, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors.

Section 3.7 Treasurer

The treasurer shall:

Have charge and custody of, and be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the board of directors.

Receive, and give receipt for, monies due and payable to the corporation from any source whatsoever.

Disburse, or cause to be disbursed, the funds of the corporation as may be directed by the board of directors, taking proper vouchers for such disbursements.

Keep and maintain adequate and correct accounts of the corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

Exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his or her agent or attorney, on request therefor.

Render to the president and directors, whenever requested, an account of any or all of his or her transactions as treasurer and of the financial condition of the corporation.

Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

In general, perform all duties incident to the office of treasurer and such other duties as may be required by law, by the articles of incorporation of the corporation, or by these bylaws, or

which may be assigned to him or her from time to time by the board of directors.

ARTICLE 4

Committees

Section 4.1 Appointment

The President or the Board of Trustees may from time to time appoint committees. Members of committees need not be trustees.

Section 4.2 Meetings and Action

Meetings and action of committees shall be governed by, noticed, held, and taken in accordance with the provisions of these bylaws concerning meetings of the board of directors, with such changes in the context of such bylaw provisions as are necessary to substitute the committee and its members for the board of directors and its members, except that the time for regular and special meetings of committees may be fixed by resolution of the board of directors or by the committee. The board of directors may also adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these bylaws.

Section 4.3 Vacancies

Vacancies in the membership of any committee may be filled at any time by the President or by the Board of Trustees.

ARTICLE 5

Execution of Instruments, Deposits, and Funds

Section 5.1 Execution of Instruments

The board of directors, except as otherwise provided in these bylaws, may by resolution authorize any officer or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 5.2 Checks and Notes

Except as otherwise specifically determined by resolution of the board of directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the treasurer and countersigned by the president of the corporation.

Section 5.3 Deposits

All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the board of directors may select.

Section 5.4 Gifts

The board of directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the nonprofit purposes of this corporation.

ARTICLE 6

Corporate Records and Reports

Section 6.1 Maintenance of Corporate Records

The corporation shall keep at its principal office:

- a. Minutes of all meetings of directors, committees of the board, and, if this corporation has members, of all meetings of members, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
- b. Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses;
- c. A record of its members, if any, indicating their names and addresses and, if applicable, the class of membership held by each member and the termination date of any membership;
- d. A copy of the corporation's articles of incorporation and bylaws as amended to date, which shall be open to inspection by the members, if any, of the corporation at all

reasonable times during office hours.

Section 6.2 Directors' Inspection Rights

Every director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the corporation, and shall have such other rights to inspect the books, records, and properties of this corporation as may be required under the articles of incorporation, other provisions of these bylaws, and provisions of law.

Section 6.3 Right to Copy and Make Extracts

Any inspection under the provisions of this article may be made in person or by agent or attorney and the right to inspection shall include the right to copy and make extracts.

Section 6.4 Periodic Report

The board shall cause any annual or periodic report required under law to be prepared and delivered to an office of this state or to the members, if any, of this corporation, to be so prepared and delivered within the time limits set by law.

ARTICLE 7

IRC 501(c)(3) Tax Exemption Provisions

Section 7.1 Limitations on Activities

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these bylaws, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 7.2 Prohibition Against Private Inurement

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers, or other private persons, except that the

corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

Section 7.3 Distribution of Assets

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

Section 7.4 Private Foundation Requirements and Restrictions

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE 8

Conflict of Interest and _____ Compensation Approval Policies

Section 8.1 Purpose of Conflict of Interest Policy

The purpose of this conflict of interest policy is to protect this tax-exempt corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the corporation or any "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations and which might result in a possible "excess benefit transaction" as defined in Section 4958(c)(1)(A) of the Internal Revenue Code and as amplified by Section 53.4958 of the IRS Regulations. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 8.2 Definitions

a. Interested Person. Any director, principal officer, member of a committee with governing board delegated powers, or any other person who is a "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations, who has a direct or indirect financial interest, as defined below, is an interested person.

b. Financial Interest. A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

1. An ownership or investment interest in any entity with which the corporation has a transaction or arrangement;
2. A compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement; or
3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation is negotiating a transaction or arrangement.

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

A financial interest is not necessarily a conflict of interest. Under Section 8.3, paragraph B, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 8.3 Conflict of Interest Avoidance Procedures

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

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

c. Procedures for Addressing the Conflict of Interest. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she

shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

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

After exercising due diligence, the governing board or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

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

d. Violations of the Conflicts of Interest Policy. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

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

Section 8.4 Records of Board and Board Committee Proceedings

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

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

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

Section 8.5 Compensation Approval Policies

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

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

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

When approving compensation for directors, officers and employees, contractors, and any other compensation contract or arrangement, in addition to complying with the conflict of interest requirements and policies contained in the preceding and following sections of this article as well as the preceding paragraphs of this section of this article, the board or a duly constituted compensation committee of the board shall also comply with the following additional requirements and procedures:

- a. the terms of compensation shall be approved by the board or compensation committee prior to the first payment of compensation;
- b. all members of the board or compensation committee who approve compensation arrangements must not have a conflict of interest with respect to the compensation arrangement as specified in IRS Regulation Section 53.4958-6(c)(iii), which generally requires that each board member or committee member approving a compensation arrangement between this organization and a "disqualified person" (as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations):
 1. is not the person who is the subject of the compensation arrangement, or a family member of such person;
 2. is not in an employment relationship subject to the direction or control of the person who is the subject of the compensation arrangement;
 3. does not receive compensation or other payments subject to approval by the person who is the subject of the compensation arrangement;
 4. has no material financial interest affected by the compensation arrangement;

5. does not approve a transaction providing economic benefits to the person who is the subject of the compensation arrangement, who in turn has approved or will approve a transaction providing benefits to the board or committee member.

c. the board or compensation committee shall obtain and rely upon appropriate data as to comparability prior to approving the terms of compensation. Appropriate data may include, but are not limited to the following:

1. compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions. "Similarly situated" organizations are those of a similar size, purpose, and with similar resources;
2. the availability of similar services in the geographic area of this organization;
3. current compensation surveys compiled by independent firms;
4. actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement;

As allowed by IRS Regulation 4958-6, if this organization has average annual gross receipts (including contributions) for its three prior tax years of less than \$1 million, the board or compensation committee will have obtained and relied upon appropriate data as to comparability if it obtains and relies upon data on compensation paid by three comparable organizations in the same or similar communities for similar services.

d. the terms of compensation and the basis for approving them shall be recorded in written minutes of the meeting of the board or compensation committee that approved the compensation. Such documentation shall include:

1. the terms of the compensation arrangement and the date it was approved;
2. the members of the board or compensation committee who were present during debate on the transaction, those who voted on it, and the votes cast by each board or committee member;
3. the comparability data obtained and relied upon and how the data was obtained;
4. If the board or compensation committee determines that reasonable compensation for a specific position in this organization or for providing services under any other compensation arrangement with this organization is higher or lower than the range of comparability data obtained, the board or committee

shall record in the minutes of the meeting the basis for its determination;

5. If the board or committee makes adjustments to comparability data due to geographic area or other specific conditions, these adjustments and the reasons for them shall be recorded in the minutes of the board or committee meeting;

6. any actions taken with respect to determining if a board or committee member had a conflict of interest with respect to the compensation arrangement, and if so, actions taken to make sure the member with the conflict of interest did not affect or participate in the approval of the transaction (for example, a notation in the records that after a finding of conflict of interest by a member, the member with the conflict of interest was asked to, and did, leave the meeting prior to a discussion of the compensation arrangement and a taking of the votes to approve the arrangement);

7. The minutes of board or committee meetings at which compensation arrangements are approved must be prepared before the later of the date of the next board or committee meeting or 60 days after the final actions of the board or committee are taken with respect to the approval of the compensation arrangements. The minutes must be reviewed and approved by the board and committee as reasonable, accurate, and complete within a reasonable period thereafter, normally prior to or at the next board or committee meeting following final action on the arrangement by the board or committee.

Section 8.6 Annual Statements

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

- a. has received a copy of the conflicts of interest policy;
- b. has read and understands the policy;
- c. has agreed to comply with the policy; and
- d. understands the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 8.7 Periodic Reviews

To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be

conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

Section 8.8 Use of Outside Experts

When conducting the periodic reviews as provided for in Section 8.7, the corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE 9

Amendment of Bylaws

Section 9.1 Amendment

Subject to the power of the members, if any, of this corporation to adopt, amend, or repeal the bylaws of this corporation and except as may otherwise be specified under provisions of law, these bylaws, or any of them, may be altered, amended, or repealed and new bylaws adopted by approval of the board of directors.

ARTICLE 10

Construction and Terms

If there is any conflict between the provisions of these bylaws and the articles of incorporation of this corporation, the provisions of the articles of incorporation shall govern.

Should any of the provisions or portions of these bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these bylaws shall be unaffected by such holding.

All references in these bylaws to the articles of incorporation shall be to the articles of incorporation, articles of organization, certificate of incorporation, organizational charter, corporate charter, or other founding document of this corporation filed with an office of this state and used to establish the legal existence of this corporation.

All references in these bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: MAR 12 2015

OPPORTUNITY 180
C/O ALLISON SERAFIN
11035 LAVENDER HILL DR STE 160-180
LAS VEGAS, NV 89135-2903

Employer Identification Number:
61-1753910
DLN:
17053055360015
Contact Person:
JOAN C KISER ID# 31217
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
December 31
Public Charity Status:
170(b)(1)(A)(vi)
Form 990 Required:
Yes
Effective Date of Exemption:
August 26, 2014
Contribution Deductibility:
Yes
Addendum Applies:
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

For important information about your responsibilities as a tax-exempt organization, go to www.irs.gov/charities. Enter "4221-PC" in the search bar to view Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, which describes your recordkeeping, reporting, and disclosure requirements.

Sincerely,



Director, Exempt Organizations

Letter 947

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)
Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990 for instructions and the latest information.

2018

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Header section containing organization details: A For the 2018 calendar year, or tax year beginning, 2018, and ending; B Check if applicable; C Address change; D Employer identification number; E Telephone number; F Name and address of principal officer; G Gross receipts; H(a) Is this a group return for subordinates?; H(b) Are all subordinates included?; I Tax-exempt status; J Website; K Form of organization; L Year of formation; M State of legal domicile.

Part I Summary table with columns for Revenue, Expenses, and Net Assets or Fund Balances. Rows include mission statement, governance metrics, revenue breakdown, expenses, and net assets.

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 section for officer signature: Signature of officer, Date, JANA WILCOX LAVIN, EXECUTIVE DIRECTOR

Paid Preparer Use Only section: Print/Type preparer's name, Preparer's signature, Date, Check self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, Phone no.

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes [] No
BAA For Paperwork Reduction Act Notice, see the separate instructions. TEEA0101L 08/20/18 Form 990 (2018)

Part III Statement of Program Service Accomplishments

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

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 \$ 1,331,437. including grants of \$) (Revenue \$)

CONTINUED SUPPORT OF FIRST BES FELLOW OPERATED SCHOOL, FUTURO ACADEMY. SUPPORTED THE OPENING OF TWO NEW BES LED SCHOOLS, NEVADA PREP AND NEVADA RISE ACADEMIES IN 2018. PARTNERED WITH TEACH PLUS TO OFFER NEW TEACHER LEADER DEVELOPMENT FELLOWSHIP ACROSS NEVADA.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 1,331,437.

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)? If 'Yes,' complete Schedule A	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors (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? If 'Yes,' complete Schedule C, Part 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? If 'Yes,' complete Schedule C, Part II		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? If 'Yes,' complete Schedule C, Part III		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? If 'Yes,' complete Schedule D, Part 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? If 'Yes,' complete Schedule D, Part II		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		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? If 'Yes,' complete Schedule D, Part IV		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V		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.		
11a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI	X	
11b	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? If 'Yes,' complete Schedule D, Part VII		X
11c	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? If 'Yes,' complete Schedule D, Part VIII		X
11d	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? If 'Yes,' complete Schedule D, Part IX		X
11e	Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X	X	
11f	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)? If 'Yes,' complete Schedule D, Part X		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI and XII	X	
12b	Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?		X
14b	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? If 'Yes,' complete Schedule F, Parts I and IV		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? If 'Yes,' complete Schedule F, Parts II and IV		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? If 'Yes,' complete Schedule F, Parts III and IV		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? If 'Yes,' complete Schedule G, Part 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? If 'Yes,' complete Schedule G, Part II		X
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X
20a	Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H		X
20b	If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		
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? If 'Yes,' complete Schedule I, Parts I and II	X	

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Part IV Checklist of Required Schedules (continued)

		Yes	No
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? If 'Yes,' complete Schedule I, Parts I and III.		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? If 'Yes,' complete Schedule J.		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? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25a.		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? If 'Yes,' complete Schedule L, Part 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? If 'Yes,' complete Schedule L, Part 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? If 'Yes,' complete Schedule L, Part II.		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? If 'Yes,' complete Schedule L, Part III.		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? If 'Yes,' complete Schedule L, Part IV.		X
b	A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV.		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? If 'Yes,' complete Schedule L, Part IV.		X
29	Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M.		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M.		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I.		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II.		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? If 'Yes,' complete Schedule R, Part I.		X
34	Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Part II, III, or IV, and Part V, line 1.		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)? If 'Yes,' complete Schedule R, Part V, line 2.		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2.		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? If 'Yes,' complete Schedule R, Part VI.		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.

		Yes	No
1 a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

		Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. 2a 6		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? 2b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year? 3a		X
b	If 'Yes,' has it filed a Form 990-T for this year? If 'No' to line 3b, provide an explanation in Schedule O 3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? 4a		X
b	If 'Yes,' enter the name of the foreign country: ▶ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? 5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? 5b		X
c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T? 5c		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions? 6a		X
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? 6b		
7 Organizations that may receive deductible contributions under section 170(c).			
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? 7a		X
b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided? 7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? 7c		X
d	If 'Yes,' indicate the number of Forms 8282 filed during the year. 7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 7f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? 7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? 7h		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year? 8		X
9 Sponsoring organizations maintaining donor advised funds.			
a	Did the sponsoring organization make any taxable distributions under section 4966? 9a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person? 9b		
10 Section 501(c)(7) organizations. Enter:			
a	Initiation fees and capital contributions included on Part VIII, line 12. 10a		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities 10b		
11 Section 501(c)(12) organizations. Enter:			
a	Gross income from members or shareholders 11a		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.) 11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? 12a			
b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year. 12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a	Is the organization licensed to issue qualified health plans in more than one state? 13a		
Note. See the instructions for additional information the organization must report on Schedule O.			
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans 13b		
c	Enter the amount of reserves on hand 13c		
14a	Did the organization receive any payments for indoor tanning services during the tax year? 14a		X
b	If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O 14b		
15	Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? 15		X
If 'Yes,' see instructions and file Form 4720, Schedule N.			
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? 16		X
If 'Yes,' complete Form 4720, Schedule O.			

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TEEA0105L 12/31/18

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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

		Yes	No
1 a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	3	
1 b	Enter the number of voting members included in line 1a, above, who are independent	3	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7 a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
7 b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8 a	The governing body?	X	
8 b	Each committee with authority to act on behalf of the governing body?		X
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O.		X

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

		Yes	No
10 a	Did the organization have local chapters, branches, or affiliates?		X
10 b	If 'Yes,' did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11 a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
12 a	Describe in Schedule O the process, if any, used by the organization to review this Form 990. SEE SCHEDULE O		
12 a	Did the organization have a written conflict of interest policy? If 'No,' go to line 13.	X	
12 b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12 c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this was done.		X
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15 a	The organization's CEO, Executive Director, or top management official. SEE SCHEDULE O	X	
15 b	Other officers or key employees of the organization. If 'Yes' to line 15a or 15b, describe the process in Schedule O (see instructions).		X
16 a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16 b	If 'Yes,' did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ▶ NONE
- 18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A 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.
 Own website Another's website Upon request Other (explain in Schedule O)
- 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. SEE SCHEDULE O
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records ▶
 WALLACE NEUMANN & VERVILLE LLP 8930 SPANISH RIDGE AVENUE LAS VEGAS NV 89148 (702) 387

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

1 a 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			
(1) MAUREEN SHAFER SECRETARY	2 0	X					0.	0.	0.
(2) FRANCISCO AGUILAR TREASURER	2 0	X	X				0.	0.	0.
(3) BRYANT CENTENO-MONROY DIRECTOR	2 0	X					0.	0.	0.
(4) MILES DICKSON BOARD CHAIR	2 0	X	X				0.	0.	0.
(5) JANA WILCOX LAVIN EXECUTIVE DIR.	40 0			X			145,891.	0.	0.
(6) -----									
(7) -----									
(8) -----									
(9) -----									
(10) -----									
(11) -----									
(12) -----									
(13) -----									
(14) -----									

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			
(15) -----									
(16) -----									
(17) -----									
(18) -----									
(19) -----									
(20) -----									
(21) -----									
(22) -----									
(23) -----									
(24) -----									
(25) -----									

1 b Sub-total	145,891 .	0 .	0 .
c Total from continuation sheets to Part VII, Section A	0 .	0 .	0 .
d Total (add lines 1b and 1c)	145,891 .	0 .	0 .

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 of compensation from the organization ▶ 0

Part VIII Statement of Revenue

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

		(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	1 a Federated campaigns.....	1 a				
	b Membership dues.....	1 b				
	c Fundraising events.....	1 c				
	d Related organizations.....	1 d				
	e Government grants (contributions).....	1 e				
	f All other contributions, gifts, grants, and similar amounts not included above.....	1 f 9,650,989.				
	g Noncash contributions included in lines 1a-1f: \$					
	h Total. Add lines 1a-1f.....		9,650,989.			
Program Service Revenue	2 a Business Code					
	b -----					
	c -----					
	d -----					
	e -----					
	f All other program service revenue.....					
	g Total. Add lines 2a-2f.....					
	Other Revenue	3 Investment income (including dividends, interest and other similar amounts).....				
4 Income from investment of tax-exempt bond proceeds.....						
5 Royalties.....						
6 a Gross rents.....		(i) Real				
		(ii) Personal				
		b Less: rental expenses.....				
		c Rental income or (loss).....				
d Net rental income or (loss).....						
7 a 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).....						
8 a Gross income from fundraising events (not including \$_____ of contributions reported on line 1c). See Part IV, line 18.....		a				
		b Less: direct expenses.....	b			
		c Net income or (loss) from fundraising events.....				
9 a Gross income from gaming activities. See Part IV, line 19.....		a				
		b Less: direct expenses.....	b			
		c Net income or (loss) from gaming activities.....				
10 a 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.....					
11 a Miscellaneous Revenue Business Code						
b -----						
c -----						
d All other revenue.....						
e Total. Add lines 11a-11d.....						
12 Total revenue. See instructions.....		9,650,989.	0.	0.	0.	

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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

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(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.	92,835.	92,835.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22.				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members.				
5 Compensation of current officers, directors, trustees, and key employees.	146,058.	0.	146,058.	0.
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.	0.	0.	0.
7 Other salaries and wages.	273,111.	194,327.	14,106.	64,678.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).				
9 Other employee benefits.	29,384.	13,622.	11,228.	4,534.
10 Payroll taxes.	35,508.	16,462.	13,568.	5,478.
11 Fees for services (non-employees):				
a Management.				
b Legal.				
c Accounting.				
d Lobbying.				
e Professional fundraising services. See Part IV, line 17.				
f Investment management fees.				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)				
12 Advertising and promotion.	2,643.		2,643.	
13 Office expenses.	17,272.	8,007.	6,600.	2,665.
14 Information technology.				
15 Royalties.				
16 Occupancy.	25,015.	11,597.	9,558.	3,860.
17 Travel.	12,346.	5,724.	4,717.	1,905.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19 Conferences, conventions, and meetings.				
20 Interest.				
21 Payments to affiliates.				
22 Depreciation, depletion, and amortization.	10,738.	4,978.	4,103.	1,657.
23 Insurance.	8,742.	4,053.	3,340.	1,349.
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 FELLOWSHIP TRAINING	862,155.	862,155.		
b CONSULTING	137,580.	63,782.	52,569.	21,229.
c PROFESSIONAL SERVICES	36,574.	16,956.	13,975.	5,643.
d COMMUNITY OUTREACH	28,834.	28,834.		
e All other expenses.	17,482.	8,105.	6,680.	2,697.
25 Total functional expenses. Add lines 1 through 24e.	1,736,277.	1,331,437.	289,145.	115,695.
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).				

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Part X Balance Sheet

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

		(A)		(B)
		Beginning of year		End of year
Assets	1 Cash – non-interest-bearing	3,885,166.	1	10,893,643.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net	50,000.	3	1,000,000.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	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		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	3,712.	9	977.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	40,919.		
	b Less: accumulated depreciation	28,625.	10c	12,294.
	11 Investments – publicly traded securities		11	
	12 Investments – other securities. See Part IV, line 11		12	
	13 Investments – program-related. See Part IV, line 11		13	
	14 Intangible assets	695.	14	
	15 Other assets. See Part IV, line 11	1,250.	15	1,250.
16 Total assets. Add lines 1 through 15 (must equal line 34)	3,962,198.	16	11,908,164.	
Liabilities	17 Accounts payable and accrued expenses	3,566.	17	10,586.
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	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		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	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	18,950.	25	43,184.
	26 Total liabilities. Add lines 17 through 25	22,516.	26	53,770.
Net Assets or Fund Balances	27 Unrestricted net assets	734,476.	27	1,795,434.
	28 Temporarily restricted net assets	3,205,206.	28	10,058,960.
	29 Permanently restricted net assets		29	
	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.	3,939,682.	33	11,854,394.
	34 Total liabilities and net assets/fund balances.	3,962,198.	34	11,908,164.

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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	9,650,989.
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,736,277.
3	Revenue less expenses. Subtract line 2 from line 1	3	7,914,712.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	3,939,682.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
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	11,854,394.

Part XII Financial Statements and Reporting

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

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
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: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
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.	X	
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?		X
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.		

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Form 990 (2018)

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 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) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(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) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(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.						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

15 Public support percentage for 2018 (line 8, column (f), divided by line 13, column (f)).	15	%
16 Public support percentage from 2017 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2018 (line 10c, column (f), divided by line 13, column (f)).	17	%
18 Investment income percentage from 2017 Schedule A, Part III, line 17	18	%

19a 33-1/3% support tests—2018. 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—2017. 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 in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d 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? 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.		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If 'Yes,' explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If 'Yes,' answer (b) and (c) below.		
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)? If 'Yes,' describe in Part VI when and how the organization made the determination.		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If 'Yes,' explain in Part VI what controls the organization put in place to ensure such use.		
4a Was any supported organization not organized in the United States ('foreign supported organization')? If 'Yes' and if you checked 12a or 12b in Part I, answer (b) and (c) below.		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? 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.		
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)? 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.		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? 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).		
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 (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If 'Yes,' provide detail in Part VI .		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If 'Yes,' complete Part I of Schedule L (Form 990 or 990-EZ).		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If 'Yes,' complete Part I of Schedule L (Form 990 or 990-EZ).		
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))? If 'Yes,' provide detail in Part VI .		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If 'Yes,' provide detail in Part VI .		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If 'Yes,' provide detail in Part VI .		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If 'Yes,' answer 10b below.		
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)		

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?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? If 'Yes' to a, b, or c, provide detail in Part VI .		

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? 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.		
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? 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.		

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)? 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).		

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, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
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? If 'No,' explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
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? If 'Yes,' describe in Part VI the role the organization's supported organizations played in this regard.		

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.		
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? 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.		
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? 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.		
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? Provide details in Part VI .		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If 'Yes,' describe in Part VI the role played by the organization in this regard.		

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 (explain in Part VI). 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).		

BAA

Schedule A (Form 990 or 990-EZ) 2018

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 2018 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-2018	(iii) Distributable Amount for 2018
1 Distributable amount for 2018 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2018 (reasonable cause required – explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2018			
a From 2013			
b From 2014			
c From 2015			
d From 2016			
e From 2017			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2018 distributable amount			
i Carryover from 2013 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2018 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2018 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2018, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions.			
6 Remaining underdistributions for 2018. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions.			
7 Excess distributions carryover to 2019. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2014			
b Excess from 2015			
c Excess from 2016			
d Excess from 2017			
e Excess from 2018			

BAA

Schedule A (Form 990 or 990-EZ) 2018

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2018

Name of the organization

OPPORTUNITY 180

Employer identification number

61-1753910

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- 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 for the prevention of cruelty to children or animals. Complete Parts I (entering 'N/A' in column (b) instead of the contributor name and address), 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2018)

TEEA0701L 09/20/18

Name of organization
 OPPORTUNITY 180

Employer identification number
 61-1753910

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
	N/A		
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Name of organization
OPPORTUNITY 180

Employer identification number
61-1753910

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.) ▶ \$ N/A
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
	N/A		

(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

BAA

TEEA0704L 09/20/18

Schedule B (Form 990, 990-EZ, or 990-PF) (2018)

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered 'Yes' on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization

OPPORTUNITY 180

Employer identification number

61-1753910

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

Complete if the organization answered 'Yes' on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
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?.....	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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?.....	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part II Conservation Easements.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of a historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

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.

	Held at the End of the Tax Year
a Total number of conservation easements.....	2 a
b Total acreage restricted by conservation easements.....	2 b
c Number of conservation easements on a certified historic structure included in (a).....	2 c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register.....	2 d

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?..... Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(n)(4)(B)(i) and section 170(n)(4)(B)(ii)?..... Yes No

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' on Form 990, Part IV, line 8.

1 a 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.

b 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 on 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 on Form 990, Part VIII, line 1..... ▶ \$ _____

b Assets included in Form 990, Part X..... ▶ \$ _____

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

TEEA3301L 10/10/18

Schedule D (Form 990) 2018

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' on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1 a 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 | 1 c |
| d Additions during the year | 1 d |
| e Distributions during the year | 1 e |
| f Ending balance | 1 f |
- 2 a 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 on Part XIII.

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1 a 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 on lines 2a, 2b, and 2c should equal 100%.

3 a 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' on line 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' on 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
1 a Land				
b Buildings				
c Leasehold improvements				
d Equipment		4,323.	31.	4,292.
e Other		36,596.	28,594.	8,002.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				12,294.

BAA

Schedule D (Form 990) 2018

Part VII Investments – Other Securities.

N/A

Complete if the organization answered "Yes" on 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) -----		
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.)		

Part VIII Investments – Program Related.

N/A

Complete if the organization answered "Yes" on 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)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

Part IX Other Assets.

N/A

Complete if the organization answered "Yes" on 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)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 15.)	

Part X Other Liabilities.

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

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) PAYROLL LIABILITIES	43,184.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)	43,184.

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' on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements.....		1	9,650,989.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
	a Net unrealized gains (losses) on investments.....	2a		
	b Donated services and use of facilities.....	2b		
	c Recoveries of prior year grants.....	2c		
	d Other (Describe in Part XIII.).....	2d		
	e Add lines 2a through 2d.....		2e	
3	Subtract line 2e from line 1.....		3	9,650,989.
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	9,650,989.

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

Complete if the organization answered 'Yes' on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements.....		1	1,736,277.
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	1,736,277.
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	1,736,277.

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.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

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

Complete if the organization answered 'Yes' on Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for the latest information

OMB No. 1545-0047

2018

**Open to Public
Inspection**

Name of the organization **OPPORTUNITY 180**

Employer identification number
61-1753910

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. **SEE PART IV**

Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments. Complete if the organization answered 'Yes' on 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) DEMOCRACY PREP PUBLIC SCHOOLS 1767 PARK AVENUE, 3RD FLOOR NEW YORK, NY 10035	20-2629354	501 (C) (3)	5,250.	0.			COMMUNITY ENGAGEMENT GRANT
(2) NEVADA PREPARATORY CHARTER 2550 E DESERT INN RD, #240 LAS VEGAS, NV 89121	32-0511761	501 (C) (3)	21,250.	0.			FACILITY GRANT - FUTURE SCHOOLS
(3) NEVADA RISE ACADEMY CHARTER 1120 BLAKES FIELD PLACE HENDERSON, NV 89011	81-4539783	501 (C) (3)	21,250.	0.			FACILITY GRANT - FUTURE SCHOOLS
(4) URBAN PREP ACADEMY 420 N WABASH, SUITE 300 CHICAGO, IL 60611	20-0138672	501 (C) (3)	11,000.	0.			PLANNING GRANT
(5) EXPLORE ACADEMY FOUNDATION 5100 MASTHEAD ALBUQUERQUE, NM 87109	47-1720796	501 (C) (3)	20,000.	0.			PLANNING GRANT
(6) CHIEFS FOR CHANGE 1455 PENNSYLVANIA AVE NW WASHINGTON, DC 20004	47-2373903	501 (C) (3)	9,000.	0.			COMMUNITY INVOLVEMENT GRANT
(7)							
(8)							

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **6**
- 3 Enter total number of other organizations listed in the line 1 table **0**

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

TEEA3901L 07/13/18

Schedule I (Form 990) (2018)

Part III Grants and Other Assistance to Domestic Individuals. 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 noncash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of noncash assistance
1					
2					
3					
4					
5					
6					
7					

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2 - PROCEDURES FOR MONITORING USE OF GRANTS FUNDS IN U.S.

ALL GRANTED FUNDS REQUIRE ONGOING REPORTING TO ENSURE ACCOUNTABILITY. REPORTING FREQUENCY VARIES DEPENDENT ON THE NATURE OF THE GRANT AND FUNDING. OPPORTUNITY 180 WILL FOLLOW-UP WITH GRANT RECIPIENTS WHEN DEADLINES ARE APPROACHING. OPPORTUNITY 180 REVIEWS GRANT REPORTS TO MONITOR PROGRESS.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Name of the organization

OPPORTUNITY 180

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.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2018

**Open to Public
Inspection**

Employer identification number

61-1753910

FORM 990, PART I, LINE 1 - ORGANIZATION MISSION OR SIGNIFICANT ACTIVITIES

WE BELIEVE THAT ALL CHILDREN DESERVE GREAT SCHOOLS. WE FIND IT UNACCEPTABLE THAT OVER 82,000 CHILDREN IN CLARK COUNTY ATTEND LOW-PERFORMING PUBLIC SCHOOLS AND ARE COMMITTED TO SOLVING THIS PROBLEM. AS A NONPROFIT ORGANIZATION, WE OFFER RESOURCES TO LAUNCH AND SUPPORT HIGH-PERFORMING SCHOOLS AND ORGANIZATIONS THAT WILL PROVIDE STUDENTS WITH OUTSTANDING EDUCATIONAL OPPORTUNITIES, AND HELP PROVE THAT EVERY CHILD CAN ACHIEVE, REGARDLESS OF ETHNICITY, ZIP CODE OR FAMILY INCOME.

FORM 990, PART III, LINE 1 - ORGANIZATION MISSION

WE BELIEVE THAT ALL CHILDREN DESERVE GREAT SCHOOLS. WE FIND IT UNACCEPTABLE THAT OVER 82,000 CHILDREN IN CLARK COUNTY ATTEND LOW-PERFORMING PUBLIC SCHOOLS AND ARE COMMITTED TO SOLVING THIS PROBLEM. AS A NONPROFIT ORGANIZATION, WE OFFER RESOURCES TO LAUNCH AND SUPPORT HIGH-PERFORMING SCHOOLS AND ORGANIZATIONS THAT WILL PROVIDE STUDENTS WITH OUTSTANDING EDUCATIONAL OPPORTUNITIES, AND HELP PROVE THAT EVERY CHILD CAN ACHIEVE, REGARDLESS OF ETHNICITY, ZIP CODE OR FAMILY INCOME.

FORM 990, PART VI, LINE 11B - FORM 990 REVIEW PROCESS

OPPORTUNITY 180 BOARD OF DIRECTORS WILL REVIEW THE PREPARED IRS FORM 990.

FORM 990, PART VI, LINE 15A - COMPENSATION REVIEW & APPROVAL PROCESS - CEO & TOP MANAGEMENT

THE BOARD OF DIRECTORS RETAINED AN OUTSIDE ORGANIZATION TO ANALYZE NONPROFIT SALARIES AND USED THE COMPENSATION ANALYSIS TO DETERMINE THE SALARY FOR THE CEO.

FORM 990, PART VI, LINE 19 - OTHER ORGANIZATION DOCUMENTS PUBLICLY AVAILABLE

NO OTHER DOCUMENTS AVAILABLE TO THE PUBLIC.

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Form **990**
(Rev. January 2020)
Department of the Treasury
Internal Revenue Service

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

2019
Open to Public Inspection

A For the **2019** calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization OPPORTUNITY 180 Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 11035 LAVENDER HILL DR STE 160-180 City or town, state or province, country, and ZIP or foreign postal code LAS VEGAS, NV 89135-2955 F Name and address of principal officer: JANA WILCOX LAVIN 11035 LAVENDER HILL DR STE 160-180, LAS VEGA	D Employer identification number 61-1753910 E Telephone number (702) 776-6086 G Gross receipts \$ 61,120. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
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		
J Website: ▶ OPPORTUNITY180.ORG		
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: 2014		M State of legal domicile: NV

Part I Summary

	1	Briefly describe the organization's mission or most significant activities: TO PROVIDE STUDENTS WITH OUTSTANDING EDUCATIONAL OPPORTUNITIES		
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
Activities & Governance	3	Number of voting members of the governing body (Part VI, line 1a)	3	4
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	4
	5	Total number of individuals employed in calendar year 2019 (Part V, line 2a)	5	10
	6	Total number of volunteers (estimate if necessary)	6	4
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
	7b	Net unrelated business taxable income from Form 990-T, line 39	7b	0.
	Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year 9,650,989.
9		Program service revenue (Part VIII, line 2g)	0.	0.
10		Investment income (Part VIII, column (A), lines 3, 4, and 7d)	0.	0.
11		Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
12		Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	9,650,989.	61,120.
Expenses		13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	92,835.
	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)	484,061.	494,076.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 123,711.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,159,381.	2,095,714.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	1,736,277.	4,591,462.
	19	Revenue less expenses. Subtract line 18 from line 12	7,914,712.	-4,530,342.
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year 11,908,164.	End of Year 8,369,345.
	21	Total liabilities (Part X, line 26)	53,770.	1,045,293.
	22	Net assets or fund balances. Subtract line 21 from line 20	11,854,394.	7,324,052.

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 JANA WILCOX LAVIN, PRESIDENT & EXECUTIVE DIRECTOR Type or print name and title	Date			
Paid Preparer Use Only	Print/Type preparer's name BRADLEY K. WALLACE, CPA	Preparer's signature	Date 11/10/20	Check if self-employed <input type="checkbox"/>	PTIN P01339113
	Firm's name ▶ EIDE BAILLY LLP	Firm's EIN ▶ 45-0250958		Phone no. 702-304-0405	
	Firm's address ▶ 9139 W. RUSSELL RD., STE. 200 LAS VEGAS, NV 89148-1250				

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

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission: WE BELIEVE THAT ALL CHILDREN DESERVE GREAT SCHOOLS. WE FIND IT UNACCEPTABLE THAT OVER 82,000 CHILDREN IN CLARK COUNTY ATTEND LOW-PERFORMING PUBLIC SCHOOLS AND ARE COMMITTED TO SOLVING THIS PROBLEM. AS A NONPROFIT ORGANIZATION, WE OFFER RESOURCES TO LAUNCH

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 [X] 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 [X] 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 \$ 4,124,318. including grants of \$ 2,001,672.) (Revenue \$) OPPORTUNITY 180 PROVIDED SUPPORT TO SCHOOL ORGANIZATIONS RELATED TO THEIR MISSION AND EXPANSION FOR SCHOOLS INCLUDING NV PREP, NV RISE, DEMOCRACY PREP, ACE HIGH SCHOOL, EQUIPO ACADEMY, PHALEN LEADERSHIP ACADEMIES, PILOTED, ROOTED, URBAN PREP AND EXPLORE SCHOOLS. IN ADDITION OPPORTUNITY 180 PROVIDED LEADERSHIP DEVELOPMENT TO EDUCATORS THROUGH TEACH PLUS NEVADA, THE NEW TEACHER PROJECT, AND ACCELERATE INSTITUTE PARTNERSHIPS.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe on Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 4,124,318.

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> ?	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 donor-restricted endowments or in 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>		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?		
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	

Part IV Checklist of Required Schedules (continued)

	Yes	No
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 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) 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, key employee, creator or founder, or substantial contributor? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of any individual described in line 28a? <i>If "Yes," complete Schedule L, Part IV</i>		X
c A 35% controlled entity of one or more individuals and/or organizations described in lines 28a or 28b? <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?	X	

Note: All Form 990 filers are required to complete Schedule O

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

	Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

Table with columns for question number, question text, and Yes/No response boxes. Includes questions 2a through 16 regarding employee counts, tax returns, unrelated business income, foreign accounts, prohibited transactions, and charitable contributions.

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 on Schedule O. See instructions.

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.		
	1a 4		
b	Enter the number of voting members included on line 1a, above, who are independent		
	1b 4		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?		X
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O		X

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

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
10b			
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done		X
12c			
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		X
15a			
15b			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		
16b			

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **NONE**
- 18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, 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.
 Own website Another's website Upon request Other (explain on Schedule O)
- 19** Describe on 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 **EIDE BAILLY LLP - (702) 304-0405**
9139 W RUSSELL RD STE. 200, LAS VEGAS, NV 89148

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 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			
1b Subtotal							145,860.	0.	0.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							145,860.	0.	0.	

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, 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
NONE		

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

Part VIII Statement of Revenue

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

			(A)	(B)	(C)	(D)
			Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a			
	b	Membership dues	1b			
	c	Fundraising events	1c			
	d	Related organizations	1d			
	e	Government grants (contributions)	1e	61,120.		
	f	All other contributions, gifts, grants, and similar amounts not included above	1f			
	g	Noncash contributions included in lines 1a-1f	1g	\$ 61,120.		
	h	Total. Add lines 1a-1f		61,120.		
Program Service Revenue	2 a		Business Code			
	b					
	c					
	d					
	e					
	f	All other program service revenue				
	g	Total. Add lines 2a-2f				
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)				
	4	Income from investment of tax-exempt bond proceeds				
	5	Royalties				
	6 a	Gross rents	(i) Real			
			(ii) Personal			
	b	Less: rental expenses	6b			
	c	Rental income or (loss)	6c			
	d	Net rental income or (loss)				
	7 a	Gross amount from sales of assets other than inventory	(i) Securities			
			(ii) Other			
	b	Less: cost or other basis and sales expenses	7b			
	c	Gain or (loss)	7c			
d	Net gain or (loss)					
8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18					
b	Less: direct expenses	8b				
c	Net income or (loss) from fundraising events					
9 a	Gross income from gaming activities. See Part IV, line 19					
b	Less: direct expenses	9b				
c	Net income or (loss) from gaming activities					
10 a	Gross sales of inventory, less returns and allowances					
b	Less: cost of goods sold	10b				
c	Net income or (loss) from sales of inventory					
Miscellaneous Revenue	11 a		Business Code			
	b					
	c					
	d	All other revenue				
	e	Total. Add lines 11a-11d				
12	Total revenue. See instructions		61,120.	0.	0.	0.

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 ...	2,001,672.	2,001,672.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	145,860.		145,860.	
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	245,597.	174,750.	12,685.	58,162.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	51,019.	23,652.	19,495.	7,872.
10 Payroll taxes	51,600.	23,921.	19,717.	7,962.
11 Fees for services (nonemployees):				
a Management				
b Legal				
c Accounting				
d Lobbying	14,322.	14,322.		
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)				
12 Advertising and promotion	22,566.		22,566.	
13 Office expenses	17,728.	8,219.	6,773.	2,736.
14 Information technology				
15 Royalties				
16 Occupancy	26,324.	12,203.	10,059.	4,062.
17 Travel	33,614.	15,583.	12,844.	5,187.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials ...				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	8,802.	4,081.	3,363.	1,358.
23 Insurance	11,754.	5,449.	4,491.	1,814.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a COMMUNITY OUTREACH	1,733,689.	1,733,689.		
b CONSULTING	143,598.	66,570.	54,871.	22,157.
c PROFESSIONAL SERVICES	57,250.	26,540.	21,876.	8,834.
d DUES AND SUBSCRIPTIONS	12,786.	5,927.	4,886.	1,973.
e All other expenses	13,281.	7,740.	3,947.	1,594.
25 Total functional expenses. Add lines 1 through 24e	4,591,462.	4,124,318.	343,433.	123,711.
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 if following SOP 98-2 (ASC 958-720)

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	10,893,643.	1	8,299,256.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net	1,000,000.	3	0.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	977.	9	0.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 45,146.		
	b Less: accumulated depreciation	10b 37,427.	12,294.	10c 7,719.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets	0.	14	0.
	15 Other assets. See Part IV, line 11	1,250.	15	62,370.
16 Total assets. Add lines 1 through 15 (must equal line 33)	11,908,164.	16	8,369,345.	
Liabilities	17 Accounts payable and accrued expenses	10,586.	17	176,905.
	18 Grants payable		18	855,000.
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	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	43,184.	25	13,388.
	26 Total liabilities. Add lines 17 through 25	53,770.	26	1,045,293.
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	1,795,434.	27	433,935.
	28 Net assets with donor restrictions	10,058,960.	28	6,890,117.
	Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds		29	
	30 Paid-in or capital surplus, or land, building, or equipment fund		30	
	31 Retained earnings, endowment, accumulated income, or other funds		31	
	32 Total net assets or fund balances	11,854,394.	32	7,324,052.
	33 Total liabilities and net assets/fund balances	11,908,164.	33	8,369,345.

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	61,120.
2	Total expenses (must equal Part IX, column (A), line 25)	2	4,591,462.
3	Revenue less expenses. Subtract line 2 from line 1	3	-4,530,342.
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	11,854,394.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain on Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	7,324,052.

Part XII Financial Statements and Reporting

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

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
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: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
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 on 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? _____		X
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 on Schedule O and describe any steps taken to undergo such audits _____		

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) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	4100000.	8224110.	236,650.	9694516.	62,681.	22317957.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	4100000.	8224110.	236,650.	9694516.	62,681.	22317957.
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)						5160923.
6 Public support. Subtract line 5 from line 4.						17157034.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
7 Amounts from line 4	4100000.	8224110.	236,650.	9694516.	62,681.	22317957.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						22317957.
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** ▶

Section C. Computation of Public Support Percentage

14 Public support percentage for 2019 (line 6, column (f) divided by line 11, column (f))	14	76.88 %
15 Public support percentage from 2018 Schedule A, Part II, line 14	15	%

16a 33 1/3% support test - 2019. 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 ▶

b 33 1/3% support test - 2018. 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 ▶

17a 10% -facts-and-circumstances test - 2019. 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 ▶

b 10% -facts-and-circumstances test - 2018. 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 ▶

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 ▶

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 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) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(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) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(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 2019 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2018 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2019 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2018 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2019. 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 - 2018. 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 in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d 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 12a or 12b 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 (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) 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 (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</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 or 990-EZ).</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 9a) 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 9a) 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 section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b 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?		
b A family member of a person described in (a) above?		
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>		

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>		
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>		

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>		

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, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
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>		
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>		

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.		
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>		
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>		
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>		
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>		

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 (explain in Part VI). **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		(A) Prior Year	(B) 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) 2019

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 2019 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-2019	(iii) Distributable Amount for 2019
1 Distributable amount for 2019 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2019 (reasonable cause required- explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2019			
a From 2014			
b From 2015			
c From 2016			
d From 2017			
e From 2018			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2019 distributable amount			
i Carryover from 2014 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2019 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2019 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2019, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2019. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2020. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2015			
b Excess from 2016			
c Excess from 2017			
d Excess from 2018			
e Excess from 2019			

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2019

Name of the organization

OPPORTUNITY 180

Employer identification number

61-1753910

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 for 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization OPPORTUNITY 180	Employer identification number 61-1753910
--	---

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	REGIONAL TRANSPORTATION COMMISSION OF SOUTHERN NEVADA 600 S GRAND CENTRAL PKWY, SUITE 350 LAS VEGAS, NV 89106	\$ 61,120.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization OPPORTUNITY 180	Employer identification number 61-1753910
--	---

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
1	VEHICLES _____ _____ _____	\$ 61,120.	08/26/19
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization OPPORTUNITY 180	Employer identification number 61-1753910
--	---

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 info. once.) ▶ \$ _____
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	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2019

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
▶ **Complete if the organization is described below. ▶ Attach to Form 990 or Form 990-EZ.**
▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization

OPPORTUNITY 180

Employer identification number

61-1753910

Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political campaign activity expenditures ▶ \$ _____
- 3 Volunteer hours for political campaign activities

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

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

Schedule C (Form 990 or 990-EZ) 2019

LHA

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grassroots lobbying)														
b	Total lobbying expenditures to influence a legislative body (direct lobbying)														
c	Total lobbying expenditures (add lines 1a and 1b)														
d	Other exempt purpose expenditures														
e	Total exempt purpose expenditures (add lines 1c and 1d)														
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.														
<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width: 50%;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)														
h	Subtract line 1g from line 1a. If zero or less, enter -0-														
i	Subtract line 1f from line 1c. If zero or less, enter -0-														
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?														

Yes No

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 separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?	X		
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? ..	X		
c Media advertisements?		X	
d Mailings to members, legislators, or the public?		X	
e Publications, or published or broadcast statements?		X	
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		14,322.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities?		X	
j Total. Add lines 1c through 1i			14,322.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

PART II-B, LINE 1, LOBBYING ACTIVITIES:

TO ADVOCATE FOR OUR FIVE CORE STRATEGIES: MORE GREAT SCHOOLS,
 ACCESSIBLE DATA, GREAT IDEAS (TALENT), GOOD GOVERNANCE AND ENGAGED
 COMMUNITY.

TO ENSURE A POLICY LANDSCAPE THAT ENSURES THAT EVERY KID CAN HAVE

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

OMB No. 1545-0047

2019
Open to Public Inspection

Name of the organization **OPPORTUNITY 180** Employer identification number **61-1753910**

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
 Preservation of land for public use (for example, recreation or education) Preservation of a historically important land area
 Protection of natural habitat Preservation of a certified historic structure
 Preservation of open space

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.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d

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, handling of violations, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, 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" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under FASB 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.

b If the organization elected, as permitted under FASB 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 on 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 FASB ASC 958 relating to these items:

a Revenue included on Form 990, Part VIII, line 1

b Assets included in Form 990, Part X

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 make 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 program
 - 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" on 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 on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on 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 Term endowment _____%
- The percentages on 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" on line 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" on 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		8,550.	4,402.	4,148.
e Other		36,596.	33,025.	3,571.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				7,719.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on 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)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on 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. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on 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" on 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) PAYROLL LIABILITIES	13,388.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	13,388.

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 FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ...

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2019

**Open to Public
Inspection**

Name of the organization **OPPORTUNITY 180** Employer identification number **61-1753910**

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" on 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 noncash assistance	(h) Purpose of grant or assistance
DEMOCRACY PREP PUBLIC SCHOOLS 1767 PARK AVENUE, 3RD FLOOR NEW YORK, NY 10035	20-2629354	501(C)(3)	122,000.	0.			COMMUNITY ENGAGEMENT GRANT
NEVADA PREPARATORY CHARTER 2550 E DESERT INN RD, #240 LAS VEGAS, NV 89121	32-0511761	501(C)(3)	75,000.	0.			FACILITY GRANT
NEVADA RISE ACADEMY CHARTER 1120 BLAKES FIELD PLACE HENDERSON, NV 89011	81-4539783	501(C)(3)	48,500.	0.			FACILITY GRANT
TEACH PLUS 27-43 WORMWOOD ST TOWER PT BOSTON, MA 02210	13-3541913	501(C)(3)	151,750.	0.			FELLOWSHIP GRANT
EXPLORE ACADEMY FOUNDATION 5100 MASTHEAD ST NE ALBUQUERQUE, NM 87109	47-1720796	501(C)(3)	154,017.	0.			PLANNING GRANT
PHALEN LEADERSHIP ACADEMY 2323 N. ILLINOIS ST INDIANAPOLIS, IN 46208	36-4729586	501(C)(3)	275,452.	0.			YEAR ZERO GRANT

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **12.**
- 3** Enter total number of other organizations listed in the line 1 table **12.**

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

Schedule I (Form 990) (2019)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(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
ROOTED SCHOOL 4238 ST. CHARLES AVENUE NEW ORLEANS, LA 70115	47-1901769	501(C)(3)	208,199.	0.			PLANNING GRANT
URBAN PREP ACADEMIES 420 N. WABASH AVENUE CHICAGO, IL 60611	20-0138672	501(C)(3)	11,000.	0.			EXPANSION GRANT
FRIENDS OF ACE 2800 VASSAR ST. RENO, NV 89502	27-0050961	501(C)(3)	85,000.	0.			STRATEGIC SUPPORT GRANT
PILOTED SCHOOLS INC. 2710 BETHEL AVE INDIANAPOLIS, IN 46201	82-2446338	501(C)(3)	70,000.	0.			PLANNING GRANT
ACCELERATE INSTITUTE 833 W JACKSON BLVD #800 CHICAGO, IL 60607	36-3764476	501(C)(3)	183,589.	0.			RYAN FELLOWSHIP GRANT
BUILDING HOPE NEVADA 8936 SPANISH RIDGE LAS VEGAS, NV 89148	26-4170954	501(C)(3)	500,000.	0.			GREAT SCHOOLS GRANT

Part III Grants and Other Assistance to Domestic Individuals. 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 noncash assistance

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

ALL GRANTED FUNDS REQUIRE ONGOING REPORTING TO ENSURE ACCOUNTABILITY.

REPORTING FREQUENCY VARIES DEPENDENT ON THE NATURE OF THE GRANT AND

FUNDING. OPPORTUNITY 180 WILL FOLLOW-UP WITH GRANT RECIPIENTS WHEN

DEADLINES ARE APPROACHING. OPPORTUNITY 180 REVIEWS GRANT REPORTS TO MONITOR

PROGRESS.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2019

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.
- ▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization: **OPPORTUNITY 180** Employer identification number: **61-1753910**

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	X	2	61,120.	KELLY BLUE BOOK VALU
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
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 isn't 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 nonstandard 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 didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule M (Form 990) 2019

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.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2019

Open to Public
Inspection

Name of the organization

OPPORTUNITY 180

Employer identification number

61-1753910

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

AND SUPPORT HIGH-PERFORMING SCHOOLS AND ORGANIZATIONS THAT WILL PROVIDE
STUDENTS WITH OUTSTANDING EDUCATIONAL OPPORTUNITIES, AND HELP PROVE
THAT EVERY CHILD CAN ACHIEVE, REGARDLESS OF ETHNICITY, ZIP CODE OR
FAMILY INCOME.

FORM 990, PART VI, SECTION A, LINE 8B:

THE ORGANIZATION DOES NOT HAVE ANY COMMITTEE WITH BROAD AUTHORITY TO ACT ON
BEHALF OF THE BOARD.

FORM 990, PART VI, SECTION B, LINE 11B:

LINE 11B EXPLANATION - OPPORTUNITY 180 BOARD OF DIRECTORS WILL REVIEW THE
PREPARED IRS FORM 990.

FORM 990, PART VI, SECTION B, LINE 15A:

THE BOARD OF DIRECTORS RETAINED AN OUTSIDE ORGANIZATION TO ANALYZE
NONPROFIT SALARIES AND USED THE COMPENSATION ANALYSIS TO DETERMINE THE
SALARY FOR THE CEO.

FORM 990, PART VI, SECTION C, LINE 19:

NO OTHER DOCUMENTS AVAILABLE TO THE PUBLIC.

Application for Automatic Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **Go to www.irs.gov/Form8868 for the latest information.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions. OPPORTUNITY 180	Taxpayer identification number (TIN) 61-1753910
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 11035 LAVENDER HILL DR STE 160-180	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LAS VEGAS, NV 89135-2955	

Enter the Return Code for the return that this application is for (file a separate application for each return) 0 | 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

EIDE BAILLY LLP

- The books are in the care of ▶ **9139 W RUSSELL RD STE. 200 - LAS VEGAS, NV 89148**
Telephone No. ▶ **(702) 304-0405** Fax No. ▶ **(702) 304-0415**
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and TINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 16, 2020**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2019** or
▶ tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

Form **990**
(Rev. January 2020)
Department of the Treasury
Internal Revenue Service

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990 for instructions and the latest information.

2019
Open to Public Inspection

A For the 2019 calendar year, or tax year beginning **JAN 1, 2020** and ending **JUN 30, 2020**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization OPPORTUNITY 180 Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 11035 LAVENDER HILL DR STE 160-180 City or town, state or province, country, and ZIP or foreign postal code LAS VEGAS, NV 89135-2955 F Name and address of principal officer: JANA WILCOX LAVIN 11035 LAVENDER HILL DR STE 160-180, LAS VEGA	D Employer identification number 61-1753910 E Telephone number (702) 776-6086 G Gross receipts \$ 10,324. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
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		
J Website: ▶ OPPORTUNITY180.ORG		
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: 2014 M State of legal domicile: NV

Part I Summary

	1 Briefly describe the organization's mission or most significant activities: TO PROVIDE STUDENTS WITH OUTSTANDING EDUCATIONAL OPPORTUNITIES		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
Activities & Governance	3 Number of voting members of the governing body (Part VI, line 1a)	3	4
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	4
	5 Total number of individuals employed in calendar year 2019 (Part V, line 2a)	5	10
	6 Total number of volunteers (estimate if necessary)	6	4
	7 a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
	b Net unrelated business taxable income from Form 990-T, line 39	7b	0.
	Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 61,120.
9 Program service revenue (Part VIII, line 2g)		0.	0.
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		0.	4,736.
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		0.	3,854.
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)		61,120.	10,324.
Expenses		13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	2,001,672.
	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)	494,076.	393,537.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 116,595.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	2,095,714.	2,429,949.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	4,591,462.	4,869,693.	
19 Revenue less expenses. Subtract line 18 from line 12	<4,530,342.>	<4,859,369.>	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 8,369,345.	End of Year 5,468,462.
	21 Total liabilities (Part X, line 26)	1,045,293.	2,001,077.
	22 Net assets or fund balances. Subtract line 21 from line 20	7,324,052.	3,467,385.

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 JANA WILCOX LAVIN, PRESIDENT & EXECUTIVE DIRECTOR Type or print name and title	Date	
Paid Preparer Use Only	Print/Type preparer's name BRADLEY K. WALLACE, CPA	Preparer's signature BRADLEY K. WALLACE,	Date 04/15/21
	Firm's name ▶ EIDE BAILLY LLP Firm's address ▶ 5 TRIAD CENTER, STE. 600 SALT LAKE CITY, UT 84180-1106	Check if self-employed <input type="checkbox"/> PTIN P01339113	Firm's EIN ▶ 45-0250958 Phone no. 801-532-2200

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

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission: WE BELIEVE THAT ALL CHILDREN DESERVE GREAT SCHOOLS. WE FIND IT UNACCEPTABLE THAT OVER 82,000 CHILDREN IN CLARK COUNTY ATTEND LOW-PERFORMING PUBLIC SCHOOLS AND ARE COMMITTED TO SOLVING THIS PROBLEM. AS A NONPROFIT ORGANIZATION, WE OFFER RESOURCES TO LAUNCH

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 [X] 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 [X] 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 \$ 4,470,946. including grants of \$ 2,046,207.) (Revenue \$) OPPORTUNITY 180 PROVIDED SUPPORT TO SCHOOL ORGANIZATIONS RELATED TO THEIR MISSION AND EXPANSION FOR SCHOOLS INCLUDING NV PREP, NV RISE, DEMOCRACY PREP, ACE HIGH SCHOOL, EQUIPO ACADEMY, PHALEN LEADERSHIP ACADEMIES, PILOTED, ROOTED, URBAN PREP AND EXPLORE SCHOOLS. IN ADDITION OPPORTUNITY 180 PROVIDED LEADERSHIP DEVELOPMENT TO EDUCATORS THROUGH TEACH PLUS NEVADA, THE NEW TEACHER PROJECT, AND ACCELERATE INSTITUTE PARTNERSHIPS.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe on Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 4,470,946.

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> ?		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 donor-restricted endowments or in 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>		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?		
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	

Part IV Checklist of Required Schedules (continued)

	Yes	No
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 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) 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, key employee, creator or founder, or substantial contributor? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of any individual described in line 28a? <i>If "Yes," complete Schedule L, Part IV</i>		X
c A 35% controlled entity of one or more individuals and/or organizations described in lines 28a or 28b? <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

	Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)

Table with columns for question number, question text, and Yes/No response boxes. Includes questions 2a through 16 regarding employee counts, tax returns, business income, foreign accounts, prohibited transactions, and charitable contributions.

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 on Schedule O. See instructions.

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.		
1b	Enter the number of voting members included on line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	The governing body?	X	
8b	Each committee with authority to act on behalf of the governing body?		X
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O		X

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

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done		X
13	Did the organization have a written whistleblower policy?	X	
14	Did the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official	X	
15b	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		X
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **NONE**
- 18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, 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.
 Own website Another's website Upon request Other (explain on Schedule O)
- 19** Describe on 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 **EIDE BAILLY LLP - (702) 304-0405**
9139 W RUSSELL RD STE. 200, LAS VEGAS, NV 89148

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 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			
1b Subtotal							145,860.	0.	0.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							145,860.	0.	0.	

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, 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
NONE		

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

Part VIII Statement of Revenue

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

			(A)	(B)	(C)	(D)	
			Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	1,734.			
	g	Noncash contributions included in lines 1a-1f	1g	\$			
	h	Total. Add lines 1a-1f		1,734.			
Program Service Revenue	2 a		Business Code				
	b						
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f					
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		4,202.		4,202.	
	4	Income from investment of tax-exempt bond proceeds					
	5	Royalties					
	6 a	Gross rents	(i) Real				
			(ii) Personal				
	b	Less: rental expenses	6b				
	c	Rental income or (loss)	6c				
	d	Net rental income or (loss)					
	7 a	Gross amount from sales of assets other than inventory	(i) Securities				
			(ii) Other		534.		
	b	Less: cost or other basis and sales expenses	7b		0.		
c	Gain or (loss)	7c		534.			
d	Net gain or (loss)		534.		534.		
8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18						
		8a					
b	Less: direct expenses	8b					
c	Net income or (loss) from fundraising events						
9 a	Gross income from gaming activities. See Part IV, line 19						
		9a					
b	Less: direct expenses	9b					
c	Net income or (loss) from gaming activities						
10 a	Gross sales of inventory, less returns and allowances						
		10a					
b	Less: cost of goods sold	10b					
c	Net income or (loss) from sales of inventory						
Miscellaneous Revenue	11 a	MISCELLANEOUS REVENUE	Business Code	910009	3,854.	3,854.	
	b						
	c						
	d	All other revenue					
	e	Total. Add lines 11a-11d			3,854.		
12	Total revenue. See instructions			10,324.	3,854.	0.	
						4,736.	

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 ...	2,046,207.	2,046,207.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	88,625.		88,625.	
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	235,002.	167,211.	12,138.	55,653.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	4,362.	2,022.	1,667.	673.
9 Other employee benefits	39,037.	18,097.	14,916.	6,024.
10 Payroll taxes	26,511.	12,290.	10,130.	4,091.
11 Fees for services (nonemployees):				
a Management				
b Legal				
c Accounting				
d Lobbying	30,000.		30,000.	
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch. O.)	276,506.	128,184.	105,656.	42,666.
12 Advertising and promotion	473.		473.	
13 Office expenses	9,714.	4,503.	3,712.	1,499.
14 Information technology	1,673.	777.	639.	257.
15 Royalties				
16 Occupancy	12,030.	5,577.	4,597.	1,856.
17 Travel	2,167.	1,005.	828.	334.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials ...				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	5,184.	2,403.	1,981.	800.
23 Insurance	11,049.	5,122.	4,222.	1,705.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a COMMUNITY OUTREACH	2,074,434.	2,074,434.		
b DUES AND SUBSCRIPTIONS	5,296.	2,455.	2,024.	817.
c MEALS	1,314.	609.	502.	203.
d PRINTING AND PUBLICATIO	109.	50.	42.	17.
e All other expenses _____				
25 Total functional expenses. Add lines 1 through 24e	4,869,693.	4,470,946.	282,152.	116,595.
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 if following SOP 98-2 (ASC 958-720)

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	8,299,256.	1	1,544,069.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net	0.	3	0.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	0.	9	0.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 46,351.		
	b Less: accumulated depreciation	10b 42,410.	7,719.	10c 3,941.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11		12	3,919,202.
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets	0.	14	0.
	15 Other assets. See Part IV, line 11	62,370.	15	1,250.
16 Total assets. Add lines 1 through 15 (must equal line 33)	8,369,345.	16	5,468,462.	
Liabilities	17 Accounts payable and accrued expenses	176,905.	17	27,962.
	18 Grants payable	855,000.	18	1,839,580.
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	89,466.
	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	13,388.	25	44,069.
	26 Total liabilities. Add lines 17 through 25	1,045,293.	26	2,001,077.
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	433,935.	27	<561,890.>
	28 Net assets with donor restrictions	6,890,117.	28	4,029,275.
	Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds		29	
	30 Paid-in or capital surplus, or land, building, or equipment fund		30	
	31 Retained earnings, endowment, accumulated income, or other funds		31	
	32 Total net assets or fund balances	7,324,052.	32	3,467,385.
33 Total liabilities and net assets/fund balances	8,369,345.	33	5,468,462.	

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	10,324.
2	Total expenses (must equal Part IX, column (A), line 25)	2	4,869,693.
3	Revenue less expenses. Subtract line 2 from line 1	3	<4,859,369.>
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	7,324,052.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	1,002,702.
9	Other changes in net assets or fund balances (explain on Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	3,467,385.

Part XII Financial Statements and Reporting

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

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
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: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
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 on Schedule O.	X	
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? _____		X
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 on Schedule O and describe any steps taken to undergo such audits _____		

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.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2019

Open to Public Inspection

Name of the organization **OPPORTUNITY 180** Employer identification number **61-1753910**

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 12, 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 (Form 990 or 990-EZ).)
- 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 agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: _____
- 10 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.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 12 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 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - 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 1-10 above (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		
Total						

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) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	4100000.	8224110.	236,650.	9694516.	68,269.	22323545.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	4100000.	8224110.	236,650.	9694516.	68,269.	22323545.
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)						5160335.
6 Public support. Subtract line 5 from line 4.						17163210.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(f) Total
7 Amounts from line 4	4100000.	8224110.	236,650.	9694516.	68,269.	22323545.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources					4,202.	4,202.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						22327747.
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 2019 (line 6, column (f) divided by line 11, column (f))	14	76.87 %
15 Public support percentage from 2018 Schedule A, Part II, line 14	15	76.88 %
16a 33 1/3% support test - 2019. 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 - 2018. 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 - 2019. 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 - 2018. 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 10 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) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(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) 2015	(b) 2016	(c) 2017	(d) 2018	(e) 2019	(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 2019 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2018 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2019 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2018 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2019. 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 - 2018. 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 in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d 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 12a or 12b 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 (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) 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 (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</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 or 990-EZ).</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 9a) 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 9a) 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 section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b 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?		
b A family member of a person described in (a) above?		
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>		

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>		
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>		

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>		

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, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
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>		
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>		

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.		
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>		
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>		
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>		
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>		

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 (explain in Part VI). **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		(A) Prior Year	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) 2019

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 2019 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-2019	(iii) Distributable Amount for 2019
1 Distributable amount for 2019 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2019 (reasonable cause required- explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2019			
a From 2014			
b From 2015			
c From 2016			
d From 2017			
e From 2018			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2019 distributable amount			
i Carryover from 2014 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2019 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2019 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2019, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI . See instructions.			
6 Remaining underdistributions for 2019. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI . See instructions.			
7 Excess distributions carryover to 2020. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2015			
b Excess from 2016			
c Excess from 2017			
d Excess from 2018			
e Excess from 2019			

Part VI **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

SCHEDULE A, PART VI

THIS RETURN IS A SHORT YEAR RETURN IN ORDER TO HAVE CONSISTENT FILING REQUIREMENTS WITH OTHER ENTITIES.

Multiple horizontal lines for supplemental information.

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

2019

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For Organizations Exempt From Income Tax Under section 501(c) and section 527
 ▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
 ▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

If the organization answered "Yes," on Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations: Complete Parts I-A and B. Do not complete Part I-C.
- Section 501(c) (other than section 501(c)(3)) organizations: Complete Parts I-A and C below. Do not complete Part I-B.
- Section 527 organizations: Complete Part I-A only.

If the organization answered "Yes," on Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)): Complete Part II-A. Do not complete Part II-B.
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B. Do not complete Part II-A.

If the organization answered "Yes," on Form 990, Part IV, line 5 (Proxy Tax) (see separate instructions) or Form 990-EZ, Part V, line 35c (Proxy Tax) (see separate instructions), then

- Section 501(c)(4), (5), or (6) organizations: Complete Part III.

Name of organization OPPORTUNITY 180	Employer identification number 61-1753910
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political campaign activity expenditures ▶ \$ 30,000.
- 3 Volunteer hours for political campaign activities

Part I-B Complete if the organization is exempt under section 501(c)(3).

- 1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ \$ _____
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ _____
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? Yes No
- 4a Was a correction made? Yes No
- b If "Yes," describe in Part IV.

Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ \$ _____
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$ _____
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$ _____
- 4 Did the filing organization file **Form 1120-POL** for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a	Total lobbying expenditures to influence public opinion (grassroots lobbying)														
b	Total lobbying expenditures to influence a legislative body (direct lobbying)														
c	Total lobbying expenditures (add lines 1a and 1b)														
d	Other exempt purpose expenditures														
e	Total exempt purpose expenditures (add lines 1c and 1d)														
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.														
<table border="1" style="width: 100%;"> <thead> <tr> <th style="width: 50%;">If the amount on line 1e, column (a) or (b) is:</th> <th style="width: 50%;">The lobbying nontaxable amount is:</th> </tr> </thead> <tbody> <tr> <td>Not over \$500,000</td> <td>20% of the amount on line 1e.</td> </tr> <tr> <td>Over \$500,000 but not over \$1,000,000</td> <td>\$100,000 plus 15% of the excess over \$500,000.</td> </tr> <tr> <td>Over \$1,000,000 but not over \$1,500,000</td> <td>\$175,000 plus 10% of the excess over \$1,000,000.</td> </tr> <tr> <td>Over \$1,500,000 but not over \$17,000,000</td> <td>\$225,000 plus 5% of the excess over \$1,500,000.</td> </tr> <tr> <td>Over \$17,000,000</td> <td>\$1,000,000.</td> </tr> </tbody> </table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e.	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.	Over \$17,000,000	\$1,000,000.		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e.														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.														
Over \$17,000,000	\$1,000,000.														
g	Grassroots nontaxable amount (enter 25% of line 1f)														
h	Subtract line 1g from line 1a. If zero or less, enter -0-														
i	Subtract line 1f from line 1c. If zero or less, enter -0-														
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<input type="checkbox"/> Yes <input type="checkbox"/> No												

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 separate instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2016	(b) 2017	(c) 2018	(d) 2019	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response on lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?	X		
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? ..	X		
c Media advertisements?		X	
d Mailings to members, legislators, or the public?		X	
e Publications, or published or broadcast statements?		X	
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		30,000.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities?		X	
j Total. Add lines 1c through 1i			30,000.
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	
3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?	3	

Part III-B Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

1 Dues, assessments and similar amounts from members	1	
2 Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
a Current year	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV Supplemental Information

Provide the descriptions required for Part I-A, line 1; Part I-B, line 4; Part I-C, line 5; Part II-A (affiliated group list); Part II-A, lines 1 and 2 (see instructions); and Part II-B, line 1. Also, complete this part for any additional information.

PART II-B, LINE 1, LOBBYING ACTIVITIES:

TO ADVOCATE FOR OUR FIVE CORE STRATEGIES: MORE GREAT SCHOOLS,
 ACCESSIBLE DATA, GREAT IDEAS (TALENT), GOOD GOVERNANCE AND ENGAGED
 COMMUNITY.

TO ENSURE A POLICY LANDSCAPE THAT ENSURES THAT EVERY KID CAN HAVE

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

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

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2019 Open to Public Inspection

Name of the organization OPPORTUNITY 180 Employer identification number 61-1753910

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 3 columns: Question, (a) Donor advised funds, (b) Funds and other accounts. Rows include total number at end of year, aggregate value of contributions, grants, and end of year, and two Yes/No questions regarding donor property and grant fund usage.

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Form with multiple sections: 1. Purpose(s) of conservation easements (checkboxes for land, habitat, open space, historic area, structure). 2. Conservation contribution details (2a-2d table). 3-7. Monitoring and enforcement details. 8-9. Reporting requirements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Form with sections 1a-1b and 2. 1a: Reporting for public service. 1b: Reporting for public service with amounts. 2: Reporting for financial gain with amounts.

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 make 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 program
 - 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" on 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 on Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" on 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 Term endowment _____%
- The percentages on 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" on line 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" on 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		11,197.	7,256.	3,941.
e Other		35,154.	35,154.	0.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				3,941.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" on 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) CHARLES SCHWAB	3,919,202.	COST
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶	3,919,202.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" on 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. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" on 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" on 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) PAYROLL LIABILITIES	44,069.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	44,069.

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 FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ...

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" on Form 990, Part IV, line 21 or 22.

▶ **Attach to Form 990.**

▶ **Go to www.irs.gov/Form990 for the latest information.**

OMB No. 1545-0047

2019

**Open to Public
Inspection**

Name of the organization **OPPORTUNITY 180** Employer identification number **61-1753910**

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" on 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 noncash assistance	(h) Purpose of grant or assistance
BES INC 131 DARTMOUTH ST FL 3 BOSTON, MA 02116			8,500.	0.			PLANNING GRANT
DEMOCRACY PREP PUBLIC SCHOOLS 1767 PARK AVENUE, 3RD FLOOR NEW YORK, NY 10035	20-2629354	501(C)(3)	0.	61,120.	KELLY BLUE BOOK	TWO 12-PASSENGER BUSSES	COMMUNITY ENGAGEMENT GRANT
EDUCATION BOARD PARTNERS PO BOX 73215 WASHINGTON, DC 20056			5,000.	0.			PLANNING GRANT
GIRLS ATHLETIC LEADERSHIP SCHOOL OF LV - 920 COTTAGE GROVE AVE - LAS VEGAS, NV 89119			59,580.	0.			PLANNING GRANT
LAS VEGAS COLLEGIATE CHARTER SCHOOL - 9900 W ISAAC NEWTON WAY - LAS VEGAS, NV 89119			100,000.	0.			PLANNING GRANT
NEVADA PREPARATORY CHARTER 2550 E DESERT INN RD, #240 LAS VEGAS, NV 89121	32-0511761	501(C)(3)	100,000.	0.			FACILITY GRANT

- 2** Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 7.
- 3** Enter total number of other organizations listed in the line 1 table ▶ 7.

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

Schedule I (Form 990) (2019)

Part III Grants and Other Assistance to Domestic Individuals. 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 noncash assistance

Part IV Supplemental Information. Provide the information required in Part I, line 2; Part III, column (b); and any other additional information.

PART I, LINE 2:

ALL GRANTED FUNDS REQUIRE ONGOING REPORTING TO ENSURE ACCOUNTABILITY.
 REPORTING FREQUENCY VARIES DEPENDENT ON THE NATURE OF THE GRANT AND
 FUNDING. OPPORTUNITY 180 WILL FOLLOW-UP WITH GRANT RECIPIENTS WHEN
 DEADLINES ARE APPROACHING. OPPORTUNITY 180 REVIEWS GRANT REPORTS TO MONITOR
 PROGRESS.

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.

▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2019

Open to Public
Inspection

Name of the organization

OPPORTUNITY 180

Employer identification number

61-1753910

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

AND SUPPORT HIGH-PERFORMING SCHOOLS AND ORGANIZATIONS THAT WILL PROVIDE
STUDENTS WITH OUTSTANDING EDUCATIONAL OPPORTUNITIES, AND HELP PROVE
THAT EVERY CHILD CAN ACHIEVE, REGARDLESS OF ETHNICITY, ZIP CODE OR
FAMILY INCOME.

FORM 990, PART VI, SECTION A, LINE 8B:

THE ORGANIZATION DOES NOT HAVE ANY COMMITTEE WITH BROAD AUTHORITY TO ACT ON
BEHALF OF THE BOARD.

FORM 990, PART VI, SECTION B, LINE 11B:

LINE 11B EXPLANATION - OPPORTUNITY 180 BOARD OF DIRECTORS WILL REVIEW THE
PREPARED IRS FORM 990.

FORM 990, PART VI, SECTION B, LINE 15A:

THE BOARD OF DIRECTORS RETAINED AN OUTSIDE ORGANIZATION TO ANALYZE
NONPROFIT SALARIES AND USED THE COMPENSATION ANALYSIS TO DETERMINE THE
SALARY FOR THE CEO.

FORM 990, PART VI, SECTION C, LINE 19:

NO OTHER DOCUMENTS AVAILABLE TO THE PUBLIC.

NEVADA FACILITIES FUND
Sources & Uses and Cash Flow Pro Forma
 Expected Scenario -- \$500M+ Loans

	2023	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035	2036	2037	2038	2039	2040	2041	2042
CAPITAL SOURCES & USES																				
SOURCES																				
SIB Loan (1)	15,000,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Philanthropy/PRI (2)	5,350,000	-	-	-	-	20,000,000	-	-	-	-	-	-	20,000,000	-	-	-	-	-	-	-
Recycled Surplus (3)	-	94,892	350,478	616,414	892,859	1,180,288	1,541,429	1,915,931	2,304,344	2,707,243	3,125,232	3,482,388	3,847,361	4,296,491	4,762,155	5,245,646	5,747,744	6,269,270	6,811,090	15,333,429
Bonds (4)	16,480,000	17,149,536	17,856,128	18,590,923	19,355,075	20,149,698	20,975,943	21,835,002	22,728,106	23,656,526	27,190,690	25,912,283	26,985,413	28,081,184	29,219,916	30,403,015	31,632,088	32,908,791	34,234,831	-
Total Sources - Annual	36,830,000	17,244,428	18,206,606	19,207,336	20,247,934	41,329,986	22,517,372	23,750,933	25,032,449	26,363,769	30,315,923	29,394,671	50,832,774	32,377,675	33,982,071	35,648,661	37,379,832	39,178,061	41,045,921	15,333,429
Cumulative Capital Sources	36,830,000	54,074,428	72,281,034	91,488,370	111,736,304	153,066,290	175,583,662	199,334,595	224,367,044	250,730,814	281,046,737	310,441,408	361,274,182	393,651,857	427,633,928	463,282,589	500,662,421	539,840,482	580,886,403	596,219,832
USES																				
School Loans - Annual (5)	20,600,000	21,424,000	22,280,960	23,172,198	24,099,086	25,063,050	26,065,572	27,108,195	28,192,522	29,320,223	30,493,032	31,712,754	32,981,264	34,300,514	35,672,535	37,099,436	38,583,414	40,126,750	41,731,820	-
SIB Loan Repayment (6)	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	19,471,500
Cumulative School Loans	20,600,000	42,024,000	64,304,960	87,477,158	111,576,245	136,639,295	162,704,866	189,813,061	218,005,583	247,325,807	277,818,839	309,531,593	342,512,856	376,813,371	412,485,905	449,585,342	488,168,755	528,295,505	570,027,326	570,027,326
<i>SIB Loan Leverage Ratio (7)</i>	<i>1.4</i>	<i>2.8</i>	<i>4.3</i>	<i>5.8</i>	<i>7.4</i>	<i>9.1</i>	<i>10.8</i>	<i>12.7</i>	<i>14.5</i>	<i>16.5</i>	<i>18.5</i>	<i>20.6</i>	<i>22.8</i>	<i>25.1</i>	<i>27.5</i>	<i>30.0</i>	<i>32.5</i>	<i>35.2</i>	<i>38.0</i>	<i>38.0</i>
YEAR-END FUND BALANCE	16,228,500	12,047,428	7,971,574	4,005,212	152,559	16,417,996	12,868,296	9,509,534	6,347,961	3,390,007	3,211,398	891,815	18,741,826	16,817,487	15,125,523	13,673,248	12,468,166	11,517,976	10,830,577	6,692,506

CASH FLOW P&L																				
Inflow																				
Loan Repayments (8)	647,292	1,967,769	3,341,065	4,769,292	6,254,649	7,799,420	9,405,982	11,076,806	12,814,463	14,621,626	16,501,076	18,455,704	20,488,517	22,602,643	24,801,334	27,087,972	29,466,076	31,939,304	34,511,461	37,186,504
Outflow																				
Bond Debt Service (9)	(491,090)	(1,493,220)	(2,536,358)	(3,622,448)	(4,753,206)	(5,930,414)	(7,155,922)	(8,431,650)	(9,759,592)	(11,141,813)	(12,657,016)	(14,239,438)	(15,815,743)	(17,456,679)	(19,164,202)	(20,940,913)	(22,789,504)	(24,712,766)	(26,713,587)	(28,794,960)
Operating Expenses (10)	(61,310)	(124,071)	(188,293)	(253,985)	(321,155)	(327,578)	(334,129)	(340,812)	(347,628)	(354,581)	(361,672)	(368,906)	(376,284)	(383,810)	(391,486)	(399,315)	(407,302)	(415,448)	(423,757)	(432,232)
ANNUAL SURPLUS (CASH)	94,892	350,478	616,414	892,859	1,180,288	1,541,429	1,915,931	2,304,344	2,707,243	3,125,232	3,482,388	3,847,361	4,296,491	4,762,155	5,245,646	5,747,744	6,269,270	6,811,090	7,374,117	7,959,312

- NOTES**
- (1) **SIB Loan** \$15M loan projected with a fixed interest rate of 1.5% and 20-year term. All principal and accrued interest will be paid with one balloon payment at maturity in 2042. *Use input tab to toggle alternative loan structures.*
 - (2) **Philanthropy/PRI** Philanthropic capital raised by O180 & EFF. The strength of NVFF's model and public sector impact is predicated on its ability to leverage mission-related investments with low-cost debt. \$5.5M already committed; \$150K not included in this line will be used to pay the 1% SIB loan origination fee.
 - (3) **Recycled Surplus** See Line 32. Surplus cash will recycle into additional charter school loans. 2042 amount reflects 2041 Annual Surplus plus 2042 Annual Surplus since funds will be used to repay SIB Loan P&I that year.
 - (4) **Bonds** A-rated tax-exempt bond proceeds provided by EFF.
 - (5) **School Loans** NVFF will fund approximately two projects per year. Loans are projected at \$10.3M each in 2023 (including COI). We expect project costs will increase over time.
 - (6) **SIB Loan Repayment** \$19,500,000 total reflects loan principal plus \$4.5M accrued interest. *Use input tab to toggle other repayment structures.*
 - (7) **SIB Loan Leverage Ratio** Calculated by the total number of loans divided by SIB's \$15M investment. Leverage will reach ~35x and the SIB will seed over \$500M of public sector investment by the end of the loan term.
 - (8) **Loan Repayments** Loans are priced to 1) save schools ~\$3M over a 30-year loan term and 2) provide revenue to support NVFF sustainability & ensure repayment of the SIB obligation.
 - (9) **Bond Debt Service** Projected debt service owed to EFF's investors.
 - (10) **Operating Expenses** Projected at 30 bps of outstanding loans until 2027. Opex will not exceed ~\$300K per year (inflation-adjusted) due to pre-existing infrastructure & economies of scale. EFF/O180 will cover some expenses in start-up years.