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United Policyholders
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415-393-9990

BEFORE THE INSURANCE COMMISSIONER
OF THE STATE OF CALIFORNIA

IN RE UNITED POLICYHOLDERS
REQUEST FOR GENERAL FINDING OF ELIGIBILITY
TO SEEK COMPENSATION AS A CONSUMER INTERVENOR
PURSUANT TO CALIFORNIA INSURANCE CODE §1861.10
AND CALIFORNIA CODE OF REGULATIONS, TITLE 10 §2662.2

United Policyholders ("UP") respectfully submits this verified general Request for Finding of Eligibility to Seek Compensation (hereinafter "Request") as a consumer intervenor pursuant to California Insurance Code (hereinafter "Cal. Ins. Code") §1861.10 and California Code of Regulations (hereinafter "C.C.R."), title 10, Ch. 5 §2662.2. UP requests that if the Request is granted, it be valid for a duration of two years. UP represents the interests of California insurance consumers and accordingly, and for the reasons set forth below, respectfully, urges the Commissioner to grant the Request.

LEGAL AUTHORITY

Cal. Ins. Code §1861.10 states, in relevant part:

Consumer Participation. (a) Any person may initiate or intervene in any proceeding permitted or established pursuant to this chapter, challenge any action of the commissioner under this article, and enforce any provision of this article. (b) The commissioner or a court shall award reasonable advocacy and witness fees and expenses to any person who demonstrates that (1) the person represents the interests of consumers, and, (2) that he or she has made a substantial contribution to the adoption of any order, regulation, or decision by the commissioner or a court. Where such advocacy occurs in response to a rate application, the award shall be paid by the applicant.

C.C.R., title 10, Ch. 5 §2662.2 states, in relevant part:

(a) A person or group representing the interests of consumers may provide to the Public Advisor a request for finding of eligibility to seek compensation. The request shall be verified and may be verified by the intervenor's or participant's attorney and shall be submitted, at any time, in conjunction with an ongoing proceeding in which the individual or organization seeks to intervene. The request shall comply with sections 2652.1-2652.4 of this subchapter and shall include: (1) a showing by the intervenor or participant that it represents the interests of consumers, including a description of the previous work of the intervenor or participant...

I. UP REPRESENTS THE INTERESTS OF CALIFORNIA INSURANCE CONSUMERS THROUGH EDUCATION AND ADVOCACY PROGRAMS

United Policyholders (hereinafter "UP") is a non-profit, 501(c)(3) public benefit corporation, incorporated under the laws of the state of California (*see* Exhibit A – Articles of Incorporation). UP's mission is "to be a trustworthy and useful information resource and an effective voice for consumers of all types of insurance in all 50 states."¹ UP does not sell insurance or accept financial contributions from insurance companies. "UP give[s] [consumers] the straight scoop on insurance matters; guide[s] [consumers] through the claims process; answer[s] [consumer] questions; and fight[s] for [consumer] rights."² UP's website serves as an information clearinghouse for consumers on purchasing insurance, making claims, and policyholders legal rights.

UP was founded in 1991 after the Oakland-Berkeley Hills Firestorm to assist homeowners with insurance claim issues. Through its specialized knowledge of the insurance claims process and subject matter expertise, UP has been successfully guiding homeowners on the path to disaster recovery for almost 25 years. A diverse range of policyholders throughout California communicate on a regular basis with UP, which

¹ To learn more about UP's mission, resources, and advocacy work, please visit www.uphelp.org.

² See <http://uphelp.org/about/mission>.

allows us to provide important and topical information to courts, legislators, regulators, and commentators, regarding insurance principles and reform proposals that are likely to impact large segments of the public and business community.

UP's work is divided in three programs: *Roadmap to Recovery*TM, which provides tools and resources for solving insurance problems after an accident, loss, illness or other adverse event; *Roadmap to Preparedness*, which promotes disaster preparedness and insurance literacy through outreach and education in partnership with civic, faith based, business and other non-profit associations; and *Advocacy and Action*, which advances pro-consumer laws, regulations and public policy related to insurance matters, through legislative and regulatory engagement and the submission of *amicus curiae* briefs to appellate courts, which are authored on a *pro bono* basis by experienced insurance attorneys in consultation with UP staff.³ Among other issues, UP's *Advocacy and Action* program is established to ensure that the rates, rules and forms used by insurance companies operating in California comply with state laws and regulations.

UP has a Board of Directors made up of disaster survivors, insurance lawyers, and claim and financial professionals.⁴ It also includes the Executive Director who oversees daily operations and sets policy priorities.⁵ UP's funding comes primarily from individual donors and charitable foundations, businesses, and government agencies. UP is based in

³ See, e.g., *amicus curiae* brief supporting Commissioner Dave Jones in *ACIC et al v. Dave Jones*, Case No. B248622, California Court of Appeal, Second Appellate District, Division One, 2014 (available at <http://uphelp.org/association-california-insurance-companies-et-al-v-dave-jones-his-capacity-insurance-commissioner>).

⁴ See <http://uphelp.org/about/board>.

⁵ See <http://uphelp.org/about/staff>.

San Francisco, California and employs four full-time staff members, including two attorneys. UP works nationally on issues affecting insurance consumers.

A. UP HAS A LONG AND DISTINGUISHED HISTORY WORKING WITH THE CALIFORNIA GOVERNMENT ON INSURANCE MATTERS

UP has worked closely with many levels of California government, including the Governor's Office, the Department of Insurance, and the Legislature. UP's Executive Director has testified before the California Senate and Assembly on insurance matters, most recently on the issue of earthquake and catastrophic risk insurance availability and affordability on May 14, 2014 before the Senate Insurance Committee.⁶

UP has also been involved in the crafting and implementation of numerous legislative and regulatory proposals regarding insurance consumer issues over its decades-long history, including: Reforms to Cal. Ins. Code 2071 – Requirements in Case Loss Occurs⁷; Reforms to 790.03 – adoption of Fair Claims Settlement Practices Act; and AB 2064 – Reforms to earthquake insurance mandatory offer letter.⁸ UP has recently assisted the Department and Legislature in evaluating industry proposals relating to insuring emerging technologies and risks (e.g., Transportation Network Companies).⁹

UP also works closely with the Department and the Legislature on widespread issues affecting disaster survivors, including cancellations, non-renewals, and regulatory authority pertaining to mitigating pervasive underinsurance.¹⁰ As part of the *Roadmap to*

⁶ UP's governmental advocacy work is catalogued at www.uphelp.org/programs/advocacyandaction.

⁷ "...after a covered loss, the insurer shall provide, free of charge, a complete, current copy of this policy within 30 calendar days of receipt of a request from the insured..."

⁸ *Supra*, note 3.

⁹ See <http://www.uphelp.org/sites/default/files/u3894/AB%202293%20United%20Policyholders.pdf>

¹⁰ See, e.g., Ex. B., *amicus curiae* brief in *ACIC v. Jones*.

Recovery and Roadmap to Preparedness programs, UP regularly seeks input from policyholders around the state who face these challenges.¹¹

B. UP WILL CONTRIBUTE SPECIALIZED KNOWLEDGE AND EXPERTISE THAT WILL BENEFIT CALIFORNIA CONSUMERS

UP seeks the Commissioner's approval to seek compensation as a consumer intervenor under Cal. Ins. Code §1861.10 and C.C.R. title 10 §2662.2 in order to assist the Department in evaluating property and casualty rate, rule and form filings required under Proposition 103. UP possesses specialized knowledge and expertise, gained through its decades of consumer-oriented advocacy work and a highly qualified staff and team of consultants who possess the legal, procedural, and actuarial knowledge and expertise necessary to effectively assist the Department as an intervenor.

Amy Bach, Esq, UP's Executive Director and lead counsel, has worked on issues affecting insurance consumers in California since 1988. Ms. Bach was involved in the rulemaking proceedings and implementation of Proposition 103 between 1989-1991 and co-founded UP in 1991 with Ina DeLong. Ms. Bach has been appointed for six consecutive terms as an official consumer representative to the National Association of Insurance Commissioners where she works closely with the California Department of Insurance and Commissioner Dave Jones on a variety of consumer issues.

Ms. Bach also served as counsel to a Special Master overseeing reforms at the Department of Insurance during the 1990s; served on the Product Enhancement Advisory Board to the California Earthquake Authority from 2006-2008; and was appointed to the Department's Consumer Advisory Task Force in 2008. Bach is a renowned speaker on

¹¹ See http://www.uphelp.org/library/resource/survey_results.

consumer and insurance matters appearing in major news outlets, before professional associations, industry groups, and testifies regularly in Sacramento.

Daniel Wade is UP's Staff Attorney and works at the direction of Ms. Bach. UP will retain additional consultants with relevant professional experience as needed.

II. ATTACHED EXHIBITS

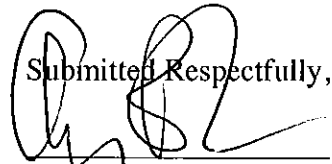
C.C.R., title 10, Ch. 5 §2662.2 also requires groups representing the interests of Consumers, such as United Policyholders, to attach the following as exhibits:

- Exhibit A: A copy of United Policyholders' articles of incorporation and by-law (Cal. Code. Regs., Tit. 10 §2662.2(a)(2)(A)).
- Exhibit B: Approximate number of current members of United Policyholders' (Cal. Code. Regs., Tit. 10 §2662.2(a)(2)(B)).
- Exhibit C: A list of the names of the members of United Policyholder's current Board of Directors (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(C)).
- Exhibit D: United Policyholders' newsletter circulation and a representative sample (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(D)).
- Exhibit E: United Policyholders' annual or year-end report for the prior year (see above) (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(E)).
- Exhibit F: Statement that United Policyholders has been granted non-profit status under Internal Revenue Service Code 501(c)(3) (No. 94-3162024) (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(F)).
- Exhibit G: A listing, by general category, of United Policyholders' funding sources for the prior 24 months and the approximate total percentage of United Policyholders' annual budget from each funding category. Each foundation, corporate, business, or government agency grant is listed individually Cal. Code. Regs., Tit. 10 2662.2(a)(2)(G).

III. UP RESPECTFULLY REQUESTS THAT THE COMMISSIONER FIND UP ELIGIBLE TO SEEK INTERVENOR COMPENSATION

UP is committed to working on behalf of insurance consumers and accordingly, respectfully, urge that the Commissioner grant the Request. If the Request is granted, UP will review property and casualty rate, rule and form filings and, where appropriate, petition for hearings to in order to represent consumers' interest in ensuring that Applicants' filings comply with California law and regulations. UP may also seek to participate in proceedings other than rate hearings in an effort to assist the Department and represent the interest of consumers in the rulemaking process. UP believes that it has complied with all procedural and filing requirements and accordingly asks that the Public Advisor certify the filing of this Request as complete. Additionally, UP respectfully requests that the Commissioner determine that UP represents the interests of insurance consumers and accordingly shall be awarded reasonable costs and fees for matters in which UP meets the Requirements for Awards pursuant to C.C.R. title 10 §2662.5.

Dated: February 18, 2015

Submitted Respectfully,


Amy R. Bach, Esq.
Executive Director

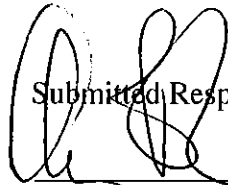
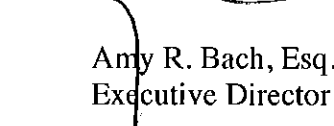
VERIFICATION

I am the Executive Director of United Policyholders and I am authorized to make this verification on its behalf. I verify that the information contained in these documents, that is based upon my first hand knowledge, is true and correct. TO the extent that the information is not based upon my first hand knowledge, the truth of the matters set forth are based upon information and belief, are of a type easily determined to be true and correct and I believe the information to be true and correct.

Please be advised that United Policyholders has been granted §501(c) status by the Internal Revenue Service (Cal. Code. Regs. §2662(a)(2)(F)).

I declare under penalty of perjury the foregoing is true and correct.

Dated: February 18, 2015


Submitted Respectfully,

Amy R. Bach, Esq.
Executive Director

SERVICE LIST

Via email and U.S. Mail

Joel Laucher
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joel.laucher@insurance.ca.gov

Edward Wu
Public Advisor
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Los Angeles, CA 90013
edward.wu@insurance.ca.gov

EXHIBIT A

A copy of United Policyholders' articles of incorporation and by-law (Cal. Code. Regs., Tit. 10 §2662.2(a)(2)(A)).

*See following page.

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
UNITED POLICYHOLDERS

INA M. DeLONG certifies that:

1. She is the sole director of UNITED POLICYHOLDERS, a California nonprofit corporation.

2. The articles of incorporation are amended and restated to read as follows:

I.

The name of the corporation is UNITED POLICYHOLDERS.

II.

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law exclusively for public and charitable purposes.

B. The public purpose of this corporation is to operate a nonprofit organization to engage in charitable and educational activities by promoting greater public understanding of insurance issues and consumer rights related thereto.

III.

The name and address in the State of California of this corporation's initial agent for service of process is JOHN E. RITCHIE, 505 Sansome Street, Suite 900, San Francisco, CA 94111.

IV.

A. The corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.

V.

A. The property of this corporation is irrevocably and exclusively dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member of this corporation, or to the benefit of any private person.

B. On the dissolution or winding up of this corporation, its assets remaining after payment or provision for payment of all debts and liabilities of this corporation shall be distributed to one or more nonprofit funds, foundations, or corporations organized and operated exclusively for charitable or educational purposes and which have established tax-exempt status under Internal Revenue Code.

VI.

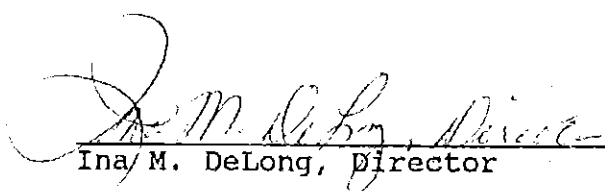
The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

3. The foregoing amendment and restatement of the articles of incorporation has been duly approved by the Board of Directors.

4. The corporation has no members.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Date: JUNE 24, 1992


Ina M. DeLong, Director

**BYLAWS
OF**

UNITED POLICYHOLDERS

A CALIFORNIA PUBLIC BENEFIT CORPORATION

**ARTICLE 1
OFFICES**

SECTION 1. PRINCIPAL OFFICE

The principal office of the corporation for the transaction of its business is located in Alameda County, California.

SECTION 2. CHANGE OF ADDRESS

The county of the corporation's principal office can be changed only by amendment of these Bylaws and not otherwise. The Board of Directors may, however, change the principal office from one location to another within the named county by noting the changed address and effective date below, and such changes of address shall not be deemed an amendment of these Bylaws:

Dated: _____, 19__

Dated: _____, 19__

Dated: _____, 19__

SECTION 3. OTHER OFFICES

The corporation may also have offices at such other places, within or without the State of California, where it is qualified to do business, as its business may require and as the board of directors may, from time to time, designate.

ARTICLE 2 PURPOSES

SECTION 1. OBJECTIVES AND PURPOSES

The primary objectives and purposes of this corporation shall be:

- 1) To facilitate and encourage insurance consumer education.
- 2) To promote the prompt and fair settlement of insurance claims thereby reducing the volume of insurance litigation.
- 3) To protect insurance consumers' rights and deter industry misconduct.

ARTICLE 3 DIRECTORS

SECTION 1. NUMBER

The corporation shall have not less than 3 nor more than 21 directors, with the exact number to be fixed within these limits by approval of the Board of Directors. Collectively this group shall be known as the Board of Directors. The number may be changed by amendment of this Bylaw, or by repeal of this Bylaw and adoption of a new Bylaw, as provided in these Bylaws.

SECTION 2. POWERS

Subject to the provisions of the California Nonprofit Public Benefit Corporation law and any limitations in the Articles of Incorporation and Bylaws relating to action required or permitted to be taken or approved by the members, if any, of this corporation, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Directors.

SECTION 3. DUTIES

It shall be the duty of the directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of this corporation, or by these Bylaws;
- (b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the corporation;
- (c) Supervise all officers, agents and employees of the corporation to assure that 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 or telegraphed to them at such addresses shall be valid notices thereof.

SECTION 4. TERMS OF OFFICE

Each director shall hold office until the next annual meeting for election of the Board of Directors as specified in these Bylaws; and until his or her successor is elected and qualifies. The Board may elect to change the term of office of some or all directors to no more than three years, in which case a director shall hold office until his or her term expires. There is no limit to the number of terms a director can hold consecutively.

SECTION 5. COMPENSATION

Directors shall serve without compensation except that they shall be allowed and paid their actual and necessary expenses incurred in attending Directors meetings. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in Section 3 of this Article. Directors may not be compensated for rendering services to the corporation in any capacity other than director unless such other compensation is reasonable and is allowable under the provisions of Section 6 of this Article.

SECTION 6. RESTRICTION REGARDING INTERESTED DIRECTORS

Notwithstanding any other provision of these Bylaws, not more than forty-nine percent (49%) of the persons serving on the board may be interested persons. For purposes of this Section, "interested persons" means either:

- (a) Any person currently being compensated by the corporation for services rendered it within the previous twelve (12) months, whether as a full- or part-time officer or other employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; or
- (b) Any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

SECTION 7. PLACE OF MEETINGS

Meetings shall be held at the principal office of the corporation unless otherwise provided by the board or at such place within or without the State of California which has been designated from time to time by the Board of Directors. Any meeting, regular or special, may be held by conference telephone or similar communications equipment, so as long as all directors participating in such meeting can hear one another.

SECTION 8. REGULAR AND ANNUAL MEETINGS

The Board of Directors shall meet at least once every six months, at a time to be decided upon the Board. At the annual meeting of directors held in December, directors shall be elected by the Board of Directors in accordance with this section. Cumulative voting by directors for the election of directors shall not be permitted. The candidates receiving the highest number of votes up to the number of directors to be elected shall be elected. Each director shall cast one vote, with voting being by ballot only.

SECTION 9. SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by the Chairperson of the board, the President, the Vice President, the Secretary, or by any two directors, and such meetings shall be held at the place, within or without the State of California, designated by the person or persons calling the meeting, and in the absence of such designation, at the principal office of the corporation.

SECTION 10. NOTICE OF MEETINGS

Regular meetings of the board may be held without notice. Special meetings of the board shall be held upon four (4) days' notice by first-class mail or forty-eight (48) hours' notice delivered personally or by telephone or telegraph. If sent by mail or telegraph, the notice shall be deemed to be delivered on its deposit in the mails or on its delivery to the telegraph company. Such notices shall be addressed to each director at his or her address as shown on the books of the corporation. Notice of the time and place of holding an adjourned meeting need not be given to absent directors if the time and place of the adjourned meeting are fixed at the meeting adjourned and if such adjourned meeting is held no more than twenty-four (24) hours from the time of the original meeting. Notice shall be given of any adjourned regular or special meeting to directors absent from the original meeting if the adjourned meeting is held more than twenty-four (24) hours from the time of the original meeting.

SECTION 11. CONTENTS OF NOTICE

Notice of meetings not herein dispensed with shall specify the place, day and hour of the meeting. The purpose of any board meeting need not be specified in the notice.

SECTION 12. WAIVER OF NOTICE AND CONSENT TO HOLDING MEETINGS

The transactions of any meeting of the board, however called and noticed or wherever held, are as valid as though the meeting had been duly held after proper call and notice, provided a quorum, as hereinafter defined, is present and provided that either before or after the meeting each director not present signs a waiver of notice, a consent to holding the meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

SECTION 13. QUORUM FOR MEETINGS

A quorum shall consist of a majority of the Board of Directors. Except as otherwise provided in these Bylaws or in the Articles of Incorporation of this corporation, or by law, no business shall be considered by the board at any meeting at which a quorum, as hereinafter defined, is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn. However, a majority of the directors present at such meeting may adjourn from time to time until the time fixed for the next regular meeting of the board.

When a meeting is adjourned for lack of a quorum, it shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted at such meeting, other than by announcement at the meeting at which the adjournment is taken, except as provided in Section 10 of this Article.

The directors present at a duly called and held meeting at which a quorum is initially present may continue to do business notwithstanding the loss of a quorum at the meeting due to a withdrawal of directors from the meeting, provided that any action thereafter taken must be approved by at least a majority of the required quorum for such meeting or such greater percentage as may be required by law, or the Articles of Incorporation or Bylaws of this corporation.

SECTION 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 or Bylaws of this corporation, or provisions of the California Nonprofit Public Benefit Corporation Law, particularly those provisions relating to appointment of committees (Section 5212), approval of contracts or transactions in which a director has a material financial interest (Section 5233) and indemnification of directors (Section 5238e), require a greater percentage or different voting rules for approval of a matter by the board.

SECTION 15. CONDUCT OF MEETINGS

Meetings of the Board of Directors shall be presided over by the President of the Board, or, in his or her absence, by the Vice President of the Board 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 Board 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 Robert's Rules of Order, or as such rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these Bylaws, with the Articles of Incorporation of this corporation, or with provisions of law.

SECTION 16. ACTION BY UNANIMOUS WRITTEN CONSENT WITHOUT MEETING

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. For the purposes of this Section only, "all members of the board" shall not include any "interested director" as defined in Section 5233 of the California Nonprofit Public Benefit Corporation Law. Such written consent or consents shall be filed with the minutes of the proceedings of the board. Such action by written consent shall have the same force and effect as the unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting and that the Bylaws of this corporation authorize the directors to so act, and such statement shall be prima facie evidence of such authority.

SECTION 17. 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.

The Board of Directors may declare vacant the office of a director who has been declared of unsound mind by a final order of court, or convicted of a felony, or been found by a final order or judgment of any court to have breached any duty under Section 5230 and following of the California Nonprofit Public Benefit Corporation Law.

Since this corporation has no members, directors may be removed without cause by a majority of the directors then in office.

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 Attorney General.

Vacancies on the board may be filled by approval of the board or, if the number of directors then in office is less than a quorum, by (1) the unanimous written consent of the directors then in office, (2) the affirmative vote of a majority of the directors then in office at a meeting held pursuant to notice or waivers of notice complying with this Article of these Bylaws, or (3) a sole remaining director. If this corporation has members, however, vacancies created by the removal of a director may be filled only by the approval of the members. The members, if any, of this corporation may elect a director at any time to fill any vacancy not filled by the directors.

A person elected to fill a vacancy as provided by this Section shall hold office until the next annual election of the Board of Directors or until his or her death, resignation or removal from office.

SECTION 18. NON-LIABILITY OF DIRECTORS

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

SECTION 19. INDEMNIFICATION BY CORPORATION OF DIRECTORS, OFFICERS, EMPLOYEES AND OTHER AGENTS

To the extent that a person who is, or was, a director, officer, employee or other agent of this corporation has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the corporation, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.

If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this corporation but only to the extent allowed by, and in accordance with the requirements of, Section 5238 of the California Nonprofit Public Benefit Corporation Law.

SECTION 20. INSURANCE FOR CORPORATE AGENTS

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 any liability other than for violating provisions of law relating to self-dealing (Section 5233 of the California Nonprofit Public Benefit Corporation Law) 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 provisions of Section 5238 of the California Nonprofit Public Benefit Corporation Law.

ARTICLE 4 OFFICERS

SECTION 1. NUMBER OF OFFICERS

The officers of the corporation shall be a President, a Secretary, and a Chief Financial Officer who shall be designated the Treasurer. These officers will also serve as the President, Secretary and Treasurer of the Board of Directors. The corporation may also have, as determined by the Board of Directors, one or more Vice Presidents, Assistant Secretaries, Assistant Treasurers, or other officers. Any number of offices may be held by the same person except that neither the Secretary nor the Treasurer may serve as the President or Chairperson of the Board.

SECTION 2. QUALIFICATION, ELECTION, AND TERM OF OFFICE

Any person may serve as officer of this corporation. 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. SUBORDINATE OFFICERS

The Board of Directors may appoint such other officers or agents as it may deem desirable, and such officers shall serve such terms, have such authority, and perform such duties as may be prescribed from time to time by the Board of Directors.

SECTION 4. 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 5. 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 6. DUTIES OF 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 of this corporation, 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, he or she shall preside at all meetings of the Board of Directors. If applicable, the President shall preside 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 7. DUTIES OF VICE PRESIDENT

In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by the Board of Directors.

SECTION 8. DUTIES OF 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.

Ensure that, 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.

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 see that the seal is affixed to all duly executed documents, the execution of which on behalf of the corporation under its seal is authorized by law or these Bylaws.

Exhibit at all reasonable times to any director of the corporation, or to his or her agent or attorney, on request therefor, the Bylaws, 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 of this corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

SECTION 9. DUTIES OF TREASURER

Subject to the provisions of these Bylaws relating to the "Execution of Instruments, Deposits and Funds," the Treasurer shall:

Ensure that all funds and securities of the corporation are accounted for, and see that all such funds are deposited in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.

Make sure that all monies due and payable to the corporation from any source whatsoever are received.

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.

Ensure that adequate and correct accounts of the corporation's properties and business transactions are maintained, 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.

SECTION 10. COMPENSATION

The salaries of the officers, if any, shall be fixed from time to time by resolution of the Board of Directors, and no officer shall be prevented from receiving such salary by reason of the fact that he or she is also a director of the corporation, provided, however, that such compensation paid a director for serving as an officer of this corporation shall only be allowed if permitted under the provisions of Article 3, Section 6 of these Bylaws. In all cases, any salaries received by officers of this corporation shall be reasonable and given in return for services actually rendered for the corporation which relate to the performance of the charitable or public purposes of this corporation.

ARTICLE 5 COMMITTEES

SECTION 1. EXECUTIVE COMMITTEE

The Board of Directors may, by a majority vote of directors, designate two (2) or more of its members (who may also be serving as officers of this corporation) to constitute an Executive Committee and delegate to such Committee any of the powers and authority of the board in the management of the business and affairs of the corporation, except with respect to:

- (a) The approval of any action which, under law or the provisions of these Bylaws, requires the approval of the members or of a majority of all of the members.
- (b) The filling of vacancies on the board or on any committee which has the authority of the board.
- (c) The fixing of compensation of the directors for serving on the board or on any committee.
- (d) The amendment or repeal of Bylaws or the adoption of new Bylaws.
- (e) The amendment or repeal or any resolution of the board which by its express terms is not so amendable or repealable.
- (f) The appointment of committees of the board or the members thereof.
- (g) The expenditure of corporate funds to support a nominee for director after there are more people nominated for director than can be elected.

(h) The approval of any transaction to which this corporation is a party and in which one or more of the directors has a material financial interest, except as expressly provided in Section 5233(d)(3) of the California Nonprofit Public Benefit Corporation Law.

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

SECTION 2. OTHER COMMITTEES

The corporation shall have such other committees as may from time to time be designated by resolution of the Board of Directors. Such other committees may consist of persons who are not also members of the board. These additional committees shall act in an advisory capacity only to the board and shall be clearly titled as "advisory" committees.

SECTION 3. MEETINGS AND ACTION OF COMMITTEES

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 meetings of committees may be fixed by resolution of the Board of Directors or by the committee. The time for special meetings of committees may also be fixed by the Board of Directors. 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.

ARTICLE 6
EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS

SECTION 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 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 or President.

SECTION 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 4. GIFTS

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the charitable or public purposes of this corporation.

ARTICLE 7
CORPORATE RECORDS, REPORTS AND SEAL

SECTION 1. MAINTENANCE OF CORPORATE RECORDS

The corporation shall keep at its principal office in the State of California:

- (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 2. CORPORATE SEAL

The Board of Directors may adopt, use, and at will alter, a corporate seal. Such seal shall be kept at the principal office of the corporation. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

SECTION 3. 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.

SECTION 4. 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 includes the right to copy and make extracts.

SECTION 5. ANNUAL REPORT

The board shall cause an annual report to be furnished not later than one hundred and twenty (120) days after the close of the corporation's fiscal year to all directors of the corporation, which report shall contain the following information in appropriate detail:

- (a) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the fiscal year;
- (d) The expenses or disbursements of the corporation, for both general and restricted purposes, during the fiscal year;
- (e) Any information required by Section 7 of this Article.

The annual report shall be accompanied by any report thereon of independent accountants, or, if there is no such report, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the books and records of the corporation.

SECTION 6. ANNUAL STATEMENT OF SPECIFIC TRANSACTIONS TO MEMBERS

This corporation shall mail or deliver to all directors a statement within one hundred and twenty (120) days after the close of its fiscal year which briefly describes the amount and circumstances of any indemnification or transaction of the following kind:

- (a) Any transaction in which the corporation, or its parent or its subsidiary, was a party, and in which either of the following had a direct or indirect material financial interest:
 - (1) Any director or officer of the corporation, or its parent or subsidiary (a mere common directorship shall not be considered a material financial interest); or
 - (2) Any holder of more than ten percent (10%) of the voting power of the corporation, its parent or its subsidiary.

The above statement need only be provided with respect to a transaction during the previous fiscal year involving more than FIFTY THOUSAND DOLLARS (\$50,000) or which was one of a number of transactions with the same persons involving, in the aggregate, more than FIFTY THOUSAND DOLLARS (\$50,000).

Similarly, the statement need only be provided with respect to indemnifications or advances aggregating more than TEN THOUSAND DOLLARS (\$10,000) paid during the previous fiscal year to any director or officer, except that no such statement need be made if such indemnification was approved by the members pursuant to Section 5238(e)(2) of the California Nonprofit Public Benefit Corporation Law.

Any statement required by this Section shall briefly describe the names of the interested persons involved in such transactions, stating each person's relationship to the corporation, the nature of such person's interest in the transaction and, where practical, the amount of such interest, provided that in the case of a transaction with a partnership of which such person is a partner, only the interest of the partnership need be stated.

If this corporation has any members and provides all members with an annual report according to the provisions of Section 6 of this Article, then such annual report shall include the information required by this Section.

ARTICLE 8 FISCAL YEAR

SECTION 1. FISCAL YEAR OF THE CORPORATION

The fiscal year of the corporation shall begin on the 1st of January and end on the 31 of December in each year.

**ARTICLE 9
AMENDMENT OF BYLAWS**

SECTION 1. AMENDMENT

Subject to any provision of law applicable to the amendment of Bylaws of public benefit nonprofit corporations, these Bylaws, or any of them, may be altered, amended, or repealed and new Bylaws adopted as follows:

(a) Subject to the power of members, if any, to change or repeal these Bylaws under Section 5150 of the Corporations Code, by approval of the Board of Directors unless the Bylaw amendment would materially and adversely affect the rights of members, if any, as to voting or transfer, provided, however, if this corporation has admitted any members, then a Bylaw specifying or changing the fixed number of directors of the corporation, the maximum or minimum number of directors, or changing from a fixed to variable board or vice versa, may not be adopted, amended, or repealed except as provided in subparagraph (b) of this Section; or

**ARTICLE 10
AMENDMENT OF ARTICLES**

SECTION 1. AMENDMENT OF ARTICLES BEFORE ADMISSION OF MEMBERS

Before any members have been admitted to the corporation, any amendment of the Articles of Incorporation may be adopted by approval of the Board of Directors.

SECTION 2. AMENDMENT OF ARTICLES AFTER ADMISSION OF MEMBERS

After members, if any, have been admitted to the corporation, amendment of the Articles of Incorporation may be adopted by the approval of the Board of Directors and by the approval of the members of this corporation.

SECTION 3. CERTAIN AMENDMENTS

Notwithstanding the above Sections of this Article, this corporation shall not amend its Articles of Incorporation to alter any statement which appears in the original Articles of Incorporation and of the names and addresses of the first directors of this corporation nor the name and address of its initial agent, except to correct an error in such statement or to delete either statement after the corporation has filed a "Statement by a Domestic Non-Profit Corporation" pursuant to Section 6210 of the California Nonprofit Corporation Law.

ARTICLE 11

PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

SECTION 1. PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

No member, director, officer, employee, or other person connected with this corporation, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the corporation, provided, however, that this provision shall not prevent payment to any such person or reasonable compensation for services performed for the corporation in effecting any of its public or charitable purposes, provided that such compensation is otherwise permitted by these Bylaws and is fixed by resolution of the Board of Directors; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of the corporation. All members, if any, of the corporation shall be deemed to have expressly consented and agreed that on such dissolution or winding up of the affairs of the corporation, whether voluntarily or involuntarily, the assets of the corporation, after all debts have been satisfied, shall be distributed as required by the Articles of Incorporation of this corporation and not otherwise.

ARTICLE 12
MEMBERS

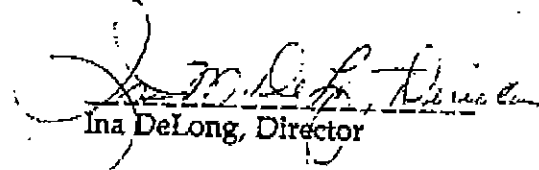
SECTION 1. DETERMINATION OF MEMBERS

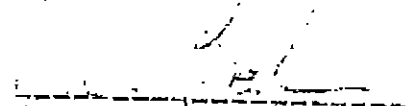
If this corporation makes no provision for members, then, pursuant to Section 5310(b) of the Nonprofit Public Benefit Corporation Law of the State of California, any action which would otherwise, under law or the provisions of the Articles of Incorporation or Bylaws of this corporation, require approval by a majority of all members or approval by the members, shall only require the approval of the Board of Directors.

WRITTEN CONSENT OF DIRECTORS ADOPTING BYLAWS

We, the undersigned, are all of the persons named as the initial directors in the Articles of Incorporation of United Policyholders, a California nonprofit corporation, and, pursuant to the authority granted to the directors by these Bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing Bylaws, consisting of 22 pages, as the Bylaws of this corporation.

Dated: Dec. 3, 1992


Ina DeLong, Director


Arny Bach, Director


Sheldon Messenger, Director

EXHIBIT B

Approximate number of current members of United Policyholders' (Cal. Code. Regs., Tit. 10 §2662.2(a)(2)(B).

United Policyholders is a Board of Directors driven non-profit organization and does not have members. However, United Policyholders serves approximately 12,000 individuals through its electronic and print mailings and has approximately 246,000 website users.

EXHIBIT C

A list of the names of the members of United Policyholder's current Board of Directors (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(C)).

2012 Board of Directors for United Policyholders:

Amy R. Bach, Esq.
Executive Director
381 Bush Street 8th Floor
San Francisco, CA 94611

E. Gerard Mannion, Esq.
President, Board of Directors
Mannion and Lowe
Montgomery Washington Tower
655 Montgomery Street
San Francisco, CA 94111

Rep. David Baria, Esq.
Baria-Williamson
544 Main Street
Bay Saint Louis, MS 39520

A. Christine Davis, CPA/CFF CVA
DZH Phillips
135 Main Street
San Francisco, CA 94105

Larry P. Ginsburg, CFP
Ginsburg Financial Advisors, Inc.
6201 Medau Place
Piedmont, CA 94611

William H. Hedden
Consolidated Adjusting, Inc.
1838 15th Street
San Francisco, CA 94103

Jim Jones
Industry Ventures
30 Hotaling Place 3rd Floor
San Francisco, CA 94111

Brian S. Kabateck, Esq.
Kabateck Brown Kellner LLP
644 S Figueroa St
Los Angeles, CA 90017

Susan Piper
Susan Piper Public Relations
33 Hiller Drive, Oakland, CA 94618

John Sullivan
Avaya, Inc.
4655 Great America Parkway
Santa Clara, CA 95054

Alice J. Wolfson, Esq.
DL Law Group
345 Franklin Street
San Francisco, CA 94102

Ex Officio

Hon. Stanley G. Feldman
Haralson, Miller, Pitt, Feldman, & McNally, PLC
One South Church Avenue Suite 900
Tucson, Arizona 8570

Deborah Senn, Esq.
The Zielke Law Firm
1411 4th Ave Suite #1010
Seattle, WA 98101

William M. Shernoff, Esq.
Shernoff Biddart Echeverria Bentley LLP
600 South Indian Hill Blvd
Claremont, CA 91711
301 N. Canon Drive Suite 200
Beverly Hills, CA 90210

EXHIBIT D

United Policyholders' newsletter circulation and a representative sample (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(D)).

United Policyholders sent 12,000 newsletters via email and 8500 via print mail in 2014.

*See following page.

It's getting hot in here

Bach Talk by Amy Bach, Executive Director

A sense of humor and the compassionate, smart people in the UP family keep us moving forward through the challenges and sad news we encounter on a daily basis. Our challenges?

- Helping consumers get a fair deal from one of the most complex, powerful and legally sophisticated financial sectors in the United States
- Insurers' reactions to climate change = (capital T) Trouble for consumers
- Coming up with catchy ways to explain dry but important topics
- Keeping our "small but mighty" organization strong
- Helping funders see that our work makes a huge difference in people's lives

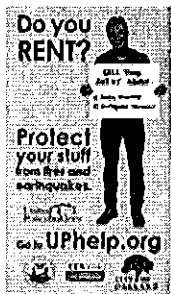
...continued on p3

Fixing flood insurance

Helping reform the National Flood Insurance Program is among our top priorities. The well-intentioned but beleaguered program needs a major overhaul:

- The recipe for private insurers' participation needs to be re-written so they either have more accountability or less control and compensation.
- The exclusions and limitations, formulas, deadlines and payout rules are too complex and rigid and provide fertile ground for protracted, costly disputes and consumer frustration.
- Policyholders have little recourse when a dispute arises over the scope or cost of repairs and when their NFIP claim is denied.
- The NFIP runs its own appeal process and it's completely opaque and generally fruitless.

...continued on p6



Resilient renters return

This year the Bay Area will mark the 25th anniversary of the Loma Prieta earthquake with a public information and preparedness campaign aimed at renters. Together with the City of San Francisco, the City of Oakland and the California Earthquake Authority, UP is on the airwaves, bus shelters, Muni and BART trains getting the message out to renters that buying insurance (including earthquake coverage) makes a lot of sense. For the price of a few cups of coffee a month, renters can protect their property and themselves by buying insurance. First responders confirm: Renters with insurance can rebound and recover after fires and other disasters. Renters without insurance have nowhere to go but to seek charity, and charitable aid is in short supply and high demand.

Why focus on Renters? Because the numbers show that Bay Area renters do not have the insurance safety net to help them replace their stuff and cover their additional living expenses after a disaster. Insurance is the #1 source of money after a disaster and we want all Bay Area renters to be able to stay in the Bay Area after a disaster—*that's resiliency.*

City	% of renters	% of renters that have renters insurance	% of renters that have earthquake insurance
San Francisco	64%	29%	2%
Oakland	59%	15%	1%

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UP is excited about our partnership with the public interest superstars at Touro Law School. Pictured: Thomas Maligno, E.D. of the William Randolph Hearst Public Advocacy Center, Disaster Relief Clinic Attorney Melissa Luckman, UP E.D. Bach and Clinic Director Ben Rajotte.

ROADMAP TO RECOVERY™ PROGRAM

Tools and resources for solving insurance problems that arise after a disaster or loss

Shaken UP

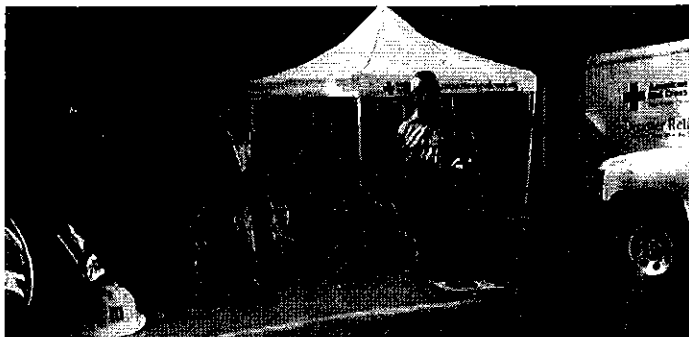
Where do I begin? How am I going to pay for the repairs? These were the questions directed to UP at the relief center in the City of Napa where people are displaced and homeless after a 6.0 earthquake. UP has been an official participant with a staffed table at the Local Assistance Center answering questions from impacted residents, distributing tips and guidance, and coordinating with local officials, the American Red Cross, California Earthquake Authority and Department of Insurance.

Check out our Napa quake help website resource page, we'll be keeping it updated. www.uphelp.org/napaquake. We plan on being there for the long road ahead with our unique brand of expertise, useful information and empathy with no strings attached.

When the TV cameras go away...

and the public's attention moves on to the next news item, United Policyholders' and our long-term recovery partners' work begins.

Insurance questions and requests for our Roadmap to Recovery™ resources are coming in from the Big Island, HI; Okanogan and Methow Valley, WA; and Weed, CA. Tropical Storm Iselle damaged hundreds of homes in the Puna area. The Carlton Complex fire in North Central Washington, the worst in the state's history, destroyed 322 homes. The Boles fire destroyed 150 homes and burned nearly 500 acres in Weed. UP is in touch with the Insurance Commissioners and gearing up to provide training for Case Managers and *pro bono* attorneys.



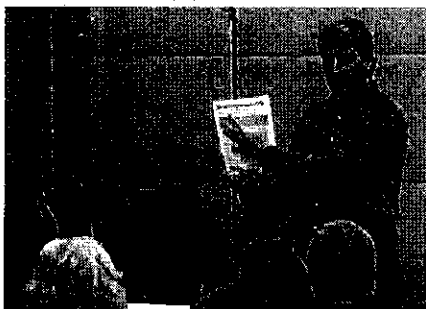
Amy Bach with ABC7 consumer reporter Michael Finney, CEA CEO Glenn Pomeroy, CDI Deputy Tony Cignarale and others at the temporary relief center after the Napa quake



UP staffers prepping Napa earthquake Roadmap to Recovery™ kits



UP Board member Sue Piper at the Napa Local Assistance Center



Gary Sanfacon, Boulder County Recovery Manager presenting at a R2R flood workshop



Lyons Strong! Amy Bach speaking at a flood recovery workshop

Colorado UPdate

It's been a year since El Paso County Colorado was hit by the Black Forest fire, the second in a series of wildfires that destroyed hundreds of homes in the area. Thanks to locals we'd helped after the first fire (Waldo Canyon), UP was there within the first week, giving empathy and assistance at a resource center and Roadmap to Recovery toolkits and handbooks to survivors. With El Paso County's generous support and our rock star team of volunteers and staff, UP just wrapped up a yearlong series of monthly educational workshops and support events. We continue to guide individuals and interface with Colorado officials to trouble-shoot unresolved problems.

UP is helping Larimer and Boulder, CO area residents hit by severe flooding in September 2013, and recent victims of flooding in El Paso County. In coordination with our County and non-profit partners, UP is guiding people on accurately documenting damage, complying with NFIP paperwork, tax matters and recovering all available insurance dollars to cover elevating and repairing homes. A huge thank you to the Community Foundation of Northern Colorado and the Long-Term Flood Recovery Group of Boulder County for funding this work.

Special thanks to our many outstanding workshop leaders, volunteers and instructors including Steve and Karla Price, David Charles, Scott DeLuise, Jim Fields, Chris Rockers, Tom Henderson, Care and Share for distributing family food boxes, and the Woodmen Valley Chapel for hosting our Roadmap to Recovery™ workshops for a full 12 months. THANK YOU!!!!!!

"We honestly can say we would not have survived this catastrophe without your insightful, wise, sound wisdom."

– R2R survey respondent



New Jersey (and New York) — Stronger than the storm

NJ mayors surveyed by UP note insurance delays and denials

Our work continues in the regions hit by Superstorm Sandy. Earlier this year we participated in the Governor's Mobile Cabinet in NJ and held webinars on trouble-shooting flood claim disputes. We are still answering questions from Case Managers and helping people overcome obstacles. We are digging into the deep problems with the National Flood Insurance Program. We are monitoring the 1,000+ pending lawsuits filed by home and business owners who feel shortchanged and mistreated by their insurers and the NFIP.

We conducted a survey of Mayors in hard hit parts of New Jersey. We solicited their perspectives on how home and flood insurance factored into their community's ability to recover from Superstorm Sandy. The results are fascinating. Here are a few samples:

Question 6: What kinds of insurance problems did residents experience?

One Mayor, "delay, defend, deny".

Question 9: If you could give advice to another Mayor, what would it be?

One Mayor, "Dedicate personnel to deal specifically with it and the affected residents."

We have an exciting project underway with the New York Department of Financial Services to distribute a quiz that will help people use lessons that others learned the hard way after Sandy, and make adjustments to their property policies. Thank you Long Island Community Foundation and the Hurricane Sandy NJ Relief Fund for the generous support that is helping us keep it real when insurance matters. 🏠

"I am so very grateful for the help as it is a true insider's guide to wading through the quagmire after a catastrophe. Thank you, thank you, thank you!!!"
 — Marjle A. 2013 Superstorm Sandy Survivor

Join our monthly giving all-stars!

Giving monthly allows you to automatically make regular contributions online through your credit card to support United Policyholders. No checks, no postage, no hassle!

Your monthly gift provides UP with regular and reliable income to respond to unexpected disasters, expand our advocacy and preparedness programs, and plan for the future. It also helps us ensure that more of each donation goes directly towards our mission.

Simply authorize your credit card while donating online at www.uphelp.org or give us a call at 415-393-9990 to learn more.

Double Your Donation with Workplace Giving

Does your employer match charitable donations?

Many do. Find out if your gift to UP can be doubled.

Bach Talk...continued from p1

"Give a person a fish, they'll eat for a day. Teach a person to fish, they'll live for a lifetime" applies to our work: By empowering the insured, we help people stand up for themselves, get what they're owed and Speak UP.

If you're reading this, you know how deep our conviction is: **People who've invested in an insurance safety net should get the full benefit of that investment – and not find themselves on the defensive, or victimized by profit-boosting strategies or mired in legal battles over fine-print policy exclusions.**

If you follow us on Facebook, (and we hope you do or will) you know where we live:

- The primal fear people experience when their home or business lies in ruins.
- The fact that without insurance the average person has no money for repairs and rebuilding.
- The enormous imbalance in power and resources between insurers and consumers.
- The new reality that many people can no longer rely on private insurance as their main source of recovery after a disaster
- The fact that the vast majority of people paying for insurance are unaware that their assets are not adequately protected. 🏠



Thank you from all of us at UP, SF CARD, and the CA Resiliency Alliance for supporting our "Building Strong Community" event!

ROADMAP TO PREPAREDNESS PROGRAM

Increasing insurance literacy and preparedness by sharing lessons learned after disasters

Mighty big results

UP is often described as "small but mighty" and we are mighty proud of this reputation. With a small preparedness grant from FEMA, over the last year we were able to take our Roadmap to Preparedness Program to the next level. In addition to speaking to local community organizations about insurance preparedness and participating in Preparedness Fairs to spread the lessons learned by disaster survivors UP also created new tools and resources in English and Spanish to help homeowners and renters all across the county.



UPhelp Home Inventory App

Anyone with a pre-loss inventory has a huge advantage in the recovery process. We're proud and grateful for the *UPhelp Home Inventory* a free app for phones and tablets that makes it super easy to document your property and securely store the records. We thank the team at **Encircle** for creating and donating this tool to UP. Hopefully, you'll never need your inventory, but if you do, you'll be so glad you created it.



Staff Attorney Dan Wade at the San Mateo County Fair spreading the word on how to be prepared, not scared, cred: Val Brown



Program Coordinator Emily Cabral showing off our "What's UP with Renters Insurance?" Guide

What's up with Renters Insurance?

Available in English and Spanish this guide helps you shop for renters insurance. Renters insurance is a bargain compared to most kinds of insurance. It's generally affordable and the best way to make sure you'll have cash to replace and repair your belongings if a fire or natural disaster damages/destroys your home.

The Savvy Consumer's Guide to buying insurance

Coming Soon! This new important addition to our publication library will be there if/when you need it.

CO officials tap UP's preparedness expertise

UP's Colorado Coordinator Kerri Olivier has been working double duty helping organize recovery workshops and promoting good insurance decision-making through our Roadmap to Preparedness Program. Kerri's own home was damaged in the 2012 Waldo Canyon Fire in Colorado Springs so she knows first hand what a difference insurance makes after a disaster. Thanks to a grant from the **Pikes Peak Community Foundation**, we are spreading our preparedness tips far and wide.

If you are a large employer or part of an organization located in the Pikes Peak area and would like a speaker for an event aimed at promoting disaster preparedness, email info@uphelp.org. Our presentations, exercises and materials are in plain language and tailored to local risks and realities.

Where there's a will there's a way... Consider a bequest to UP



Karen Reimus,
San Diego

"Estate planning is a very personal issue. My husband and I updated our estate planning documents last summer. Since our children are both still minors, our estate passes to them via a trust. But, we included UP as one of several contingent beneficiaries, so that should something happen to them and us at the same time, a portion of our estate would go to support a charity that was really there for us when we needed it. Once our kids become adults, we plan to update our estate plan again. The kids will still get mostly everything. (if there's anything left) But, a small percentage of our estate will go to charity."

Create a legacy of compassion and balance what you wish to accomplish for yourself, your family, and your charitable interests in your overall estate and financial plans. If you have already arranged for a bequest or other planned gift, UP would like to acknowledge your support. Please e-mail Michaela@uphelp.org to let us know that UP has been included in your estate plan. No proof required.

Shop on AmazonSmile

Did you know that Amazon will **donate 0.5%** of your eligible purchases to United Policyholders when you sign up and shop through AmazonSmile? It is easy and **FREE**. Go to smile.amazon.com, log in, type "United Policyholders" in the charity search field, press select, and shop to your heart's content knowing that Amazon is giving to UP because of you.

ADVOCACY AND ACTION

Advancing pro-consumer laws and public policy related to insurance matters

Policyholders' "bestie," the UP Amicus Project

UP's Amicus Project, through which we weigh in for policyholders in coverage and claim litigation across the United States, is going strong. Thanks to the addition of Staff Attorney Dan Wade and an influx of new volunteer brief writers, we're on track to double our output of briefs this year, having filed 23 briefs already in 2014.

This important project helps judges consider consumers' interests just as clearly as insurers', and consider the full implications of their rulings. In California, Indiana, Pennsylvania, Colorado, Connecticut, Texas, Minnesota, Alabama, New York, Maryland, and the U.S. Court of Appeal for the 6th, 9th, and 11th Circuits, UP has weighed in this year on issues such as the duty to defend, replacement cost values, agent-broker liability for underinsuring property, ERISA, allocation and contribution, long term care insurance, tort damages, surplus lines, notice-prejudice, cyber liability, bad faith, and contract interpretation environmental liability.

Our Amicus Project would not be possible without help from our generous volunteers who donate countless hours of valuable expert

attorney time drafting our briefs *pro bono*. UP thanks new Amicus Project volunteers Elliott Schulder, Suzan Charleton, Catherine Curlet, and Phil Levitz of Covington and Burling, LLP; Jon Laramore and Kevin Toner of Faegre Baker Daniels; David Klein and Jimmy McBirney of Orrick, Herrington, and Sutcliffe, LLP; Andrew Kennedy of the Colkitt Law Firm, PC; Chris Yetka of Barnes and Thornburg, LLP; Patrick LePley, Shannon Kilpatrick; and Eric Schindler; and veteran volunteers Michelle Roberts of Springer and Roberts; Mark DeBofsky and Martina Sherman of DeBofsky and Associates; Ivo Labar and Kelly Corcoran of Kerr and Wagstaffe, LLP; R. Hugh Lumpkin and Jason Mazer of Ver Ploeg and Lumpkin; Josh Gold and Bill Passannante of Anderson Kill; Tim Law, John Ellison, and Luke Debevec of Reed Smith, LLP; Ed Zebersky of Zebersky and Payne; Ronald McClean; Jonathan Feigenbaum; and Sharon Arkin.

To read our briefs or learn more about the issues we're involved in through our Amicus Project, please visit uphelp.org/library/amicus.



Amicus Project volunteer and UP sponsor, Anderson Kill's Bill Passannante pictured with Amy Bach

Donate Stock to UP for a "Double Play"

Consider donating appreciated stock from your investment portfolio to United Policyholders instead of cash for a "double play" of tax benefits: a charitable deduction AND avoid tax on the unrealized capital gains of the donated property.

"...[a]ll first party claims are adversarial. The insurer wishes to minimize payment and the insured wishes to maximize it."

— A Federal Court Judge in *Sims v. State Farm* (E.D. Ark. Apr. 30, 2014).

Powerful advocacy for policyholders

The "on the ground" work we do in disaster areas, our public agency and NGO partners, our library of policy and claim-related materials and our national network of experts make UP a valuable and respected advocate for policyholders with elected officials and judges.

At the national level, UP continues to support federal initiatives related to affordability, availability and the quality of the various programs that people rely on for insurance protection against natural disasters. We're working with U.S. Senate representatives, the Federal Insurance Office and the Consumer Financial Protection Bureau in this regard. We also are supporting the Department of Health and Human Services' efforts to make health insurance rate filing data publicly accessible as part of the implementation of the Affordable Care Act.

At the state level, UP pitched in on a recent battle in California to require Transportation Network Carriers (Lyft, Uber, etc.) to

carry adequate liability insurance to protect passengers and the general public. Many states are tackling regulatory challenges related to TNCs and UP wants to make sure consumers are protected as this new industry matures.

In Alabama and Louisiana, legislation supported by UP and our coalition partners have been signed into law that will give consumers more information on how individual companies are setting their home insurance rates. The bills should lead to increased competition and benefits for homeowners struggling under the weight of increased premium costs and decreased coverage. Our coalition partners include the Greater New Orleans Coalition, Hurricane Homeowners Insurance Initiative and Fair Insurance Rates in Monroe.

Along with the National Association of Public Insurance Adjusters, UP is supporting pro-policyholder legislation in New York and New Jersey to make it

more economically feasible to hold insurers accountable for bad faith claims handling.

In Colorado, UP asked the Attorney General to investigate insurers' use of biased experts on smoke damage claims and is working with U.S. Senator Michael F. Bennett's office on getting the National Flood Insurance Program to extend deadlines to help flood victims. In Washington State, UP opposed legislation to abolish the elected office of Insurance Commissioner. The legislation stalled.

In wildfire-prone areas in Colorado and California UP is working with Insurance Commissioners Dave Jones and Marguerite Salazar to closely monitor the home insurance marketplace and help people who are having trouble finding or affording coverage.

For more information on our Advocacy and Action work, please visit the Program Areas section of our website.

Fixing Flood Insurance...continued from p1

- NFIP policyholders can't recover attorney's fees or damages, the disputes have to be litigated in federal courts, and courts defer to the Congressionally mandated program at every turn. Very hard to win.
- NFIP outsources almost all its functions, including claim adjusting and legal representation. Conflicts abound.
- Many good lawyers turn down NFIP policyholders as clients because they know it's almost impossible to recover enough to make the client whole.
- Many insurance agents don't understand NFIP policy details so they don't explain the coverages accurately to buyers.

In March of this year, UP submitted a Freedom of Information Act (FOIA) request to FEMA/


the NFIP to gather data on the appeals process. The agency took 5 months to respond to the FOIA, and when it did respond - it produced a very small amount of information. UP submitted an additional FOIA request in September. There are over a thousand lawsuits pending against the NFIP and WYOs from Superstorm Sandy.

A key component of UP's NFIP work is our partnership with the **Touro Law Center** on Long Island, New York and **Rutgers Law School** professor **Jay Feinman**. UP works closely with Disaster Relief Clinic Director Professor **Ben Rajotte** and Executive Director **Thomas Maligno** of the William Randolph Hearst Public Advocacy Center on Sandy-related issues.

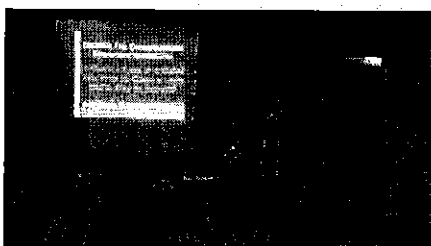
UP has partnered with Touro on clinics and webinars providing guidance to Sandy victims

and assisting *pro bono* and legal aid attorneys with insurance questions. UP and Touro are affiliates of the newly minted National Disaster Legal Aid program.

Both, UP and Touro are assisting New Jersey U.S. Senator **Robert Menendez's** office on NFIP reform efforts. Visit UP's new flood insurance reform guide: uphelp/flood-insurance-reform-guide

UP's other advocacy priorities in the next year include continuing to help victims of climate change related to property insurance, unveiling a set of model national statutory essential policyholder protections, continuing to survey bad faith laws and remedies, and improving post-disaster insurance mediation programs. 

VOLUNTEER SPOTLIGHT AND STAFF UPDATE



The disaster survivors' tax guru John Trapani


Like many of the volunteers that make UP so effective, Los Angeles based CPA **John Trapani** is a "two-fer." He personally experienced a catastrophic loss (to his home in the 1994 Northridge earthquake) and he professionally specializes in giving tax advice to catastrophic loss survivors.

UP flew John out to Colorado in February of this year to be an instructor at three Roadmap to Recovery workshops for flood and wildfire survivors. John answers tax related questions as a UP "Ask an Expert" forum volunteer, and maintains an active blog on disaster tax advice: AccountantForDisasterRecovery.com

Finance expert & CPA join UP Board

UP is very proud to welcome two new Directors to our Board: **John Sullivan** brings more than 25 years of corporate finance experience at both large and small companies. He currently serves as a VP and Corporate Treasurer at Avaya, a global provider of business collaboration and communications solutions around the world. In addition to serving on the UP Board, John is co-authoring a new Roadmap to Preparedness publication with Executive Director Bach.

Christine Davis is an Advisory Group Director with DZH Phillips Certified Public Accountants and Advisers. She has practiced accounting for 20 years and is an actively licensed CPA in California and New York. She holds the Certified in Financial Forensics credential issued by the American Institute of Certified Public Accountants, and is also a Certified Valuation Analyst. She has experience as a testifying expert, forensic accountant, litigation consultant, controller, "Big Four" auditor, and tax accountant. Christine's experience encompasses diverse industries, including financial institutions, secondary mortgage lending, insurance, high-tech manufacturing and networking solutions, consumer-products manufacturing, telecommunications, healthcare, Internet advertising and nonprofits.

UP has also added two new staff members: Staff Attorney **Dan Wade**, a former student of San Diego wildfire survivor and UP advisor Professor Ken Klein of California Western School of Law, and Colorado Coordinator **Kerri Olivier**, a Colorado fire survivor. 



Welcome Chris Davis!



Go Team UP! Emily Cabral, Kerri Olivier, John Sullivan, Michaela Cordes, Amy Bach, and Dan Wade

"United Policyholders has been a vital force for educating the judiciary in California on cutting edge cases. They are the invaluable counterweight to the misinformation routinely supplied by the insurance industry."

— Jordan Stanzler, Stanzler Law Group

THANKS TO OUR PROFESSIONAL AND BUSINESS SPONSORS

UP Sponsors are policyholder advocates who "do well by doing good" by supporting our mission and our work. All sponsors are listed in our online "Find Help" directory. The directory is a 50-state resource that individuals and businesses use to find legal and professional claim help and useful products and services. To find out how your business can participate in the program, contact Michaela@uphelp.org.

PLATINUM LEVEL

Adjusters International
Pacific Northwest
Anderson Kill
Childress Duffy, Ltd.
Consolidated Adjusting, Inc.
Cotchett, Pitre & McCarthy, LLP
DL Law Group
Goldstein, Gellman, Melbostad,
Harris & McSparran LLP
The Greenspan Co. / Adjusters
International (Northern California)
The Greenspan Co. / Adjusters
International (Southern California)
Jansen International, LLC
Kabateck Brown Kellner LLP
Lesser Law Group
Mannion & Lowe
Merlin Law Group
Pillsbury & Coleman, LLP
Quality Claims Management Corp.
Shernoff Bldart Echeverria
Bentley LLP
Stanzler Law Group, LLC
Swerling Milton Winnick
Public Adjusters Inc.
Tutwiler & Associates, Inc.
Public Adjusters
Ver Ploeg & Lumpkin, P.A.

GOLD LEVEL

Adjusters International Colorado, Inc.
Adleson, Hess & Kelly
Andrew K. Knox and Company
Burg Simpson Eldredge
Hersh & Jardine P.C.
Creitz & Serebin, LLP
Deeley King Pang & Van Etten
Doyle Raizner LLP
Hawaii Public Adjusters
Hereford Kerley LLP
Kantor & Kantor
Kerr & Wagstaffe LLP
LePley Law Firm
Lerner, Arnold, & Winston LLP
Lief Cabraser Heimann & Bernstein
Matrix Business Consulting
Mehr Fairbanks Trial Lawyers
Morrison & Morrison
Wilkofsky, Friedman,
Karel & Cummins

SILVER LEVEL

Alan H. Casper Esquire
American Claims Management Services
Baria Williamson, PLLC
BenchMark Public Adjusters Group
Beneke / Adjusters International
Bob Rettig Construction and Consulting
Brown - O'Haver, LLC
Buck Keenan, LLP

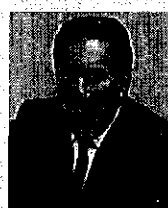
Chavez & Gertler LLP
Claim Solutions Group
Community Claims Associates, Inc.
Friedman Rubin
Gilbert Russell McWherter PLC
Gianelli & Morris
Gumbiner Law Associates
Hellmuth & Johnson PLLC
Jonathan M. Feigenbaum, Esq
The Kaudy Law Firm, L.L.C.
Kirby & Associates
Kornblum, Cochran, Erickson, Harbison
Ku and Mussman
Langrock Sperry & Wool, LLP
The Law Office of Francis X. Doherty
Law Office of Robert June, P.C.
M. Miller & Son
Master Claims Consultants
Metropolitan Adjustment Bureau
Milodragovich, Dale & Steinbrenner, PC
Morgan Law Firm, Ltd.
The Murray Law Firm, P.A.
National Fire Adjustment Co., Inc.
Olive Bearb & Grellich PLLC
RC Advantage
Rosenfeld Rafik & Sullivan
Rutter & Russin
Sauro & Bergstrom, PLLC
Smith, Phillips, Mitchell, Scott & Nowak, LLP
Springer & Roberts, LLP
Ward & Hagen LLP
Xpera Group
Young Adjustment Co., Inc.



Ed Kerley of Hereford Kerley is an Oakland-based attorney and long time supporter who recently sought UP's help with a case on causation.



Mary Kestenbaum Fortson, a Florida-based attorney with Merlin Law Group regularly volunteers and advises UP on Amicus Project matters.



Michael Miller, a New Jersey public adjuster with M. Miller & Son has been diligent in answering Ask an Expert questions

UP does not endorse or warrant the quality of any sponsor. Check references, license status and membership in professional associations before hiring, and read United Policyholders' tips. All aspects of the Sponsorship program are subject to the terms of use set forth at www.uphelp.org.



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THANK YOU FOR YOUR SUPPORT

United Policyholders is the only national consumer organization that is 100% dedicated to helping policyholders and educating the public, courts, and elected officials on insurance issues and consumer rights. We are working hard so that you can truly have the piece of mind you think you're buying when you write that premium check to your insurance company. Please support us so that we can support you.



Who's got your back (when insurance matters)?

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EXHIBIT E

United Policyholders' annual or year-end report for the prior year (see above) (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(E)).

*See previous page.

EXHIBIT F

United Policyholders has been granted non-profit status under Internal Revenue Service Code 501(c)(3) (No. 94-3162024) (Cal. Code. Regs., Tit. 10 2662.2(a)(2)(F)).

*See following page.

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.
Information about Form 990 and its instructions is at www.irs.gov/form990.

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

A For the 2013 calendar year, or tax year beginning , 2013, and ending

B Check if applicable

- ☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C
United Policyholders
381 Bush Street, 8th Fl
San Francisco, CA 94104

D Employer identification number

94-3162024

E Telephone number

(415) 393-9990

G Gross receipts \$ 378,888.

F Name and address of principal officer Amy Bach
Same As C Above

H(a) Is this a group return for subordinates? Yes ☐ No ☒H(b) Are all subordinates included? Yes ☐ No ☐
If 'No,' attach a list (see instructions)I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () (Insert no.) ☐ 4947(a)(1) or ☐ 527J Website: www.uphhelp.org

H(c) Group exemption number

K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other L Year of formation 1991 M State of legal domicile CA

Part I Summary

1 Briefly describe the organization's mission or most significant activities: United Policyholders is a consumer organization dedicated to assisting insurance consumers nationwide in solving insurance problems and advocates for fairness in insurance transactions.

2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets

3 Number of voting members of the governing body (Part VI, line 1a) 3 14

4 Number of independent voting members of the governing body (Part VI, line 1b) 4 13

5 Total number of individuals employed in calendar year 2013 (Part VII, line 1) 5 6

6 Total number of volunteers (estimate if necessary) 6 358

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 48 7b 0.

8 Contributions and grants (Part VIII, line 1h) Prior Year Current Year

9 Program service revenue (Part VIII, line 2g) 276,090. 331,205.

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 1,200.

11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 43,080. 32,438.

12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) 5,990. 6,948.

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) 326,360. 370,591.

14 Benefits paid to or for members (Part IX, column (A), line 4)

15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 322,971. 317,377.

16a Professional fundraising fees (Part IX, column (A), line 11e)

16b Total fundraising expenses (Part IX, column (D), line 25) 75,536.

17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 171,348. 195,772.

18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) 494,319. 513,149.

19 Revenue less expenses Subtract line 18 from line 12 -167,959. -142,558.

20 Total assets (Part X, line 16) Beginning of Current Year End of Year

21 Total liabilities (Part X, line 26) 1,295,156. 1,273,128.

22 Net assets or fund balances Subtract line 21 from line 20 48,383. 52,258.

1,246,773. 1,220,870.

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

Type or print name and title

Amy Bach

Exec. Director

Date

5/19/14

Paid Preparer Use Only

Print/Type preparer's name

Carol Duffield

Preparer's signature

Carol Duffield

Check ☐ if self-employed

PTIN

P01257136

Firm's name

Fontanello, Duffield & Otake, LLP

Firm's address

44 Montgomery Street, Suite 1305
San Francisco, CA 94104

Firm's EIN

37-1420474

Phone no

(415) 983-0200

May the IRS discuss this return with the preparer shown above? (see instructions)

Yes ☐ No ☒

BAA For Paperwork Reduction Act Notice, see the separate instructions.

TEEA0113L 11/08/13

Form 990 (2013)

617

3

Part III Statement of Program Service Accomplishments

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

☒

- 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 and section 4947(a)(1) trusts 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 \$ 249,254. including grants of \$) (Revenue \$)See Schedule O4b (Code:) (Expenses \$ 85,751. including grants of \$) (Revenue \$)See Schedule O4c (Code:) (Expenses \$ 69,610. including grants of \$) (Revenue \$)See Schedule O

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

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

4e Total program service expenses 404,615.

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.		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI	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? If 'Yes,' complete Schedule D, Part VII		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? If 'Yes,' complete Schedule D, Part VIII		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? If 'Yes,' complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X		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)? 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
b 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
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? 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
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organizations or government on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II	21	X
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? If 'Yes,' complete Schedule I, Parts I and III	22	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	23	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	24a	X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
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?	24c	
d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d	
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I	25a	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	25b	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 so, complete Schedule L, Part II	26	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	27	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	28a	X
b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28b	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	28c	X
29 Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M	29	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M	30	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I	31	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	32	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	33	X
34 Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1	34	X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	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	35b	
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	36	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	37	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	38	X

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Form 990 (2013)

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck 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	14	
1 b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2 a 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	6	
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? <i>Note.</i> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3 a Did the organization have unrelated business gross income of \$1,000 or more during the year?		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		
4 a 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)?		X
b If 'Yes,' enter the name of the foreign country See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5 a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		
6 a 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?		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
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?		X
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		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?		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9 Sponsoring organizations maintaining donor advised funds.		
a Did the organization make any taxable distributions under section 4966?		
b Did the organization make a distribution to a donor, donor advisor, or related person?		
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	
12 a 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? <i>Note.</i> See the instructions for additional information the organization must report on Schedule O	13a	
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	
14 a 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	

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

☒**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.	14	
1 b Enter the number of voting members included in line 1a, above, who are independent	13	
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 other 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 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
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	
b 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	
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 See Schedule O	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?		
a The organization's CEO, Executive Director, or top management official See Schedule O	X	
b Other officers of key employees of the organization See Schedule O	X	
If 'Yes' to line 15a or 15b, describe the process in Schedule O (See instructions)		
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
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 taken 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 CA

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make 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 makes 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, physical address, and telephone number of the person who possesses the books and records of the organization:

Jennifer Schwartz 381 Bush Street, 8th Fl San Francisco CA 94104 (415) 393-9990

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck 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	Former			
(1) Amy Bach Exec Director	40 0	X		X				125,500.	0.	20,065.
(2) Alice Wolfson Director	5 0	X						0.	0.	0.
(3) Hon. Stanley Feldman Director	0.5 0	X						0.	0.	0.
(4) Larry Ginsburg Director	0.5 0	X						0.	0.	0.
(5) William Hedden Director	2 0	X						0.	0.	0.
(6) E. Gerard Mannion Pres/Director	2 0	X		X				0.	0.	0.
(7) Deborah Senn, Esq Director	0.5 0	X						0.	0.	0.
(8) William Shernoff, Esq Ex-Officio	0.5 0	X						0.	0.	0.
(9) Brian Kabateck Officer	1 0	X						0.	0.	0.
(10) Shirley Roberson Director	1 0	X						0.	0.	0.
(11) Jim Jones Director	2 0	X						0.	0.	0.
(12) David Baria Director	0.5 0	X						0.	0.	0.
(13) Susan Piper Director	0.5 0	X						0.	0.	0.
(14) John Sullivan Director	0.5 0	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) -----										
(16) -----										
(17) -----										
(18) -----										
(19) -----										
(20) -----										
(21) -----										
(22) -----										
(23) -----										
(24) -----										
(25) -----										
1 b Sub-total							125,500.	0.	20,065.	
c Total from continuation sheets to Part VII, Section A							0.	0.	0.	
d Total (add lines 1b and 1c)							125,500.	0.	20,065.	

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**

3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If 'Yes,' complete Schedule J for such individual

	Yes	No
3		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? If 'Yes,' complete Schedule J for such individual

	Yes	No
4		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? If 'Yes,' complete Schedule J for such person

	Yes	No
5		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 RevenueCheck 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 331,205.			
	g Noncash contributions included in lines 1a-1f \$				
	h Total. Add lines 1a-1f	331,205.			
PROGRAM SERVICE REVENUE	Business Code				
	2 a				
	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)		32,438.		32,438.
	4 Income from investment of tax-exempt bond proceeds.				
	5 Royalties				
	6 a Gross rents				
	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				
	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		14,830.		
	b Less direct expenses		8,224.		
	c Net income or (loss) from fundraising events		6,606.		6,606.
	9 a Gross income from gaming activities See Part IV, line 19				
	b Less: direct expenses				
	c Net income or (loss) from gaming activities				
	10 a Gross sales of inventory, less returns and allowances		276.		
	b Less cost of goods sold		73.		
	c Net income or (loss) from sales of inventory		203.	203.	
Miscellaneous Revenue		Business Code			
11 a Misc Income		900099	89.	89.	
b Misc Reimbursements		900099	50.	50.	
c					
d All other revenue					
e Total. Add lines 11a-11d		139.			
12 Total revenue. See instructions		370,591.	342.	0.	39,044.

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 governments and organizations in the United States. See Part IV, line 21.				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members.				
5 Compensation of current officers, directors, trustees, and key employees.	145,565.	142,654.	1,455.	1,456.
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.	121,834.	87,628.	638.	33,568.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).				
9 Other employee benefits.	27,864.	24,265.		3,599.
10 Payroll taxes.	22,114.	16,613.	389.	5,112.
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 amt exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	36,328.	28,077.	4,815.	3,436.
12 Advertising and promotion.	3,058.	3,058.		
13 Office expenses.				
14 Information technology.				
15 Royalties.				
16 Occupancy.	21,600.	15,911.	2,991.	2,698.
17 Travel.	6,025.	132.	4,867.	1,026.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19 Conferences, conventions, and meetings.	3,141.	1,601.	1,045.	495.
20 Interest.				
21 Payments to affiliates.				
22 Depreciation, depletion, and amortization.	2,220.		2,220.	
23 Insurance.	5,899.	5,106.	-57.	850.
24 Other expenses. (Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>Outreach/Education</u>	31,721.	31,721.		
b <u>Equipment & Supplies</u>	25,900.	25,900.		
c <u>Printing and Publications</u>	20,901.	2,300.	1.	18,600.
d <u>Bank Fees</u>	13,970.	1,554.	12,094.	322.
e All other expenses	25,009.	18,095.	2,540.	4,374.
25 Total functional expenses. Add lines 1 through 24e.	513,149.	404,615.	32,998.	75,536.
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)				

Part X Balance SheetCheck 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	39,066.	1	46,259.
	2 Savings and temporary cash investments	134,539.	2	115,827.
	3 Pledges and grants receivable, net		3	844.
	4 Accounts receivable, net	12,266.	4	32,432.
	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	343.	8	270.
	9 Prepaid expenses and deferred charges	5,629.	9	4,029.
	10a Land, buildings, and equipment: cost or other basis Complete Part VI of Schedule D	10a 16,771.		
	b Less: accumulated depreciation	10b 11,952.	10c 7,040.	4,819.
	11 Investments – publicly traded securities	1,094,473.	11	1,066,848.
	12 Investments – other securities See Part IV, line 11		12	
	13 Investments – program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
15 Other assets See Part IV, line 11	1,800.	15	1,800.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	1,295,156.	16	1,273,128.	
LIABILITIES	17 Accounts payable and accrued expenses	48,383.	17	52,258.
	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		25	
	26 Total liabilities. Add lines 17 through 25	48,383.	26	52,258.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	1,195,780.	27	1,171,154.
	28 Temporarily restricted net assets	50,993.	28	49,716.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	1,246,773.	33	1,220,870.
	34 Total liabilities and net assets/fund balances	1,295,156.	34	1,273,128.

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Part XI Reconciliation of Net AssetsCheck 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	370,591.
2	Total expenses (must equal Part IX, column (A), line 25)	2	513,149.
3	Revenue less expenses. Subtract line 2 from line 1	3	-142,558.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1,246,773.
5	Net unrealized gains (losses) on investments	5	116,655.
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	1,220,870.

Part XII Financial Statements and ReportingCheck 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 in Schedule O.		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		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 (2013)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.
▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization

United Policyholders

Employer identification number

94-3162024

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

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

- 1 ☐ A church, convention of churches or association of churches described in section 170(b)(1)(A)(i).
- 2 ☐ A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 ☐ A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 ☐ A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 ☐ An organization that normally receives (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions – subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or 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 that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I b ☐ Type II c ☐ Type III – Functionally integrated d ☐ Type III – Non-functionally integrated
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II or Type III supporting organization, check this box ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11 g (i)		
11 g (ii)		
11 g (iii)		

h Provide the following information about the supported organization(s).

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

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

Schedule A (Form 990 or 990-EZ) 2013

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) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	213,473.	385,502.	243,343.	278,580.	346,035.	1,466,933.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0.
4 Total. Add lines 1 through 3	213,473.	385,502.	243,343.	278,580.	346,035.	1,466,933.
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)						0.
6 Public support. Subtract line 5 from line 4						1,466,933.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	213,473.	385,502.	243,343.	278,580.	346,035.	1,466,933.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	1,160.	24,902.	47,321.	43,080.	32,438.	148,901.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						0.
11 Total support. Add lines 7 through 10						1,615,834.
12 Gross receipts from related activities, etc (see instructions)					12	41,744.
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 2013 (line 6, column (f) divided by line 11, column (f)).	14	90.78 %
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	88.83 %
16a 33-1/3% support test – 2013. If the organization did not check the box on line 13, and the 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 – 2012. 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 – 2013. 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 IV 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 – 2012. 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 IV 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"/>		

BAA

Schedule A (Form 990 or 990-EZ) 2013

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

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(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 yr beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(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 IV.)						
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 2013 (line 8, column (f) divided by line 13, column (f)).	15	%
16 Public support percentage from 2012 Schedule A, Part III, line 15.	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f)).	17	%
18 Investment income percentage from 2012 Schedule A, Part III, line 17.	18	%

19a 33-1/3% support tests – 2013. 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 – 2012. 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 **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information.
(See instructions).

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

OMB No 1545-0047

2013

Open to Public Inspection

If the organization answered 'Yes,' to 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,' to 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,' to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35c (Proxy Tax), then

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

Name of organization

Employer identification number

United Policyholders

94-3162024

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 expenditures \$ ▶
- 3 Volunteer hours

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 ▶ \$ 0.
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ \$ 0.
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No
- 4 a 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-
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

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

Schedule C (Form 990 or 990-EZ) 2013

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.)

1 a Total lobbying expenditures to influence public opinion (grass roots lobbying)														
b Total lobbying expenditures to influence a legislative body (direct lobbying)														
c Total lobbying expenditures (add lines 1a and 1b)	0.	0.												
d Other exempt purpose expenditures	521,446.													
e Total exempt purpose expenditures (add lines 1c and 1d)	521,446.	0.												
f Lobbying nontaxable amount. Enter the amount from the following table in both columns	103,217.													
<table><tr><th>If the amount on line 1e, column (a) or (b) is:</th><th>The lobbying nontaxable amount is:</th></tr><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></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)	25,804.	0.												
h Subtract line 1g from line 1a. If zero or less, enter -0-	0.	0.												
i Subtract line 1f from line 1c. If zero or less, enter -0-	0.	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 instructions for lines 2a through 2f.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) Total
2 a Lobbying non-taxable amount	86,856.	105,309.	98,872.	103,217.	394,254.
b Lobbying ceiling amount (150% of line 2a, column (e))					591,381.
c Total lobbying expenditures					0.
d Grassroots nontaxable amount	21,714.	26,327.	24,718.	25,804.	98,563.
e Grassroots ceiling amount (150% of line 2d, column (e))					147,845.
f Grassroots lobbying expenditures					0.

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Schedule C (Form 990 or 990-EZ) 2013

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 to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

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?

b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?

c Media advertisements?

d Mailings to members, legislators, or the public?

e Publications, or published or broadcast statements?

f Grants to other organizations for lobbying purposes?

g Direct contact with legislators, their staffs, government officials, or a legislative body?

h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?

i Other activities?

j Total. Add lines 1c through 1i.

2 a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?

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).

1 Were substantially all (90% or more) dues received nondeductible by members?

2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?

3 Did the organization agree to carry over lobbying and political expenditures from the prior year?

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

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

b Carryover from last year

c Total

3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues

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?

5 Taxable amount of lobbying and political expenditures (see instructions)

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, line 2, and Part II-B, line 1. Also, complete this part for any additional information.

**SCHEDULE D
(Form 990)**Department of the Treasury
Internal Revenue Service
Name of the organization**Supplemental Financial Statements**▶ Complete if the organization answered 'Yes' to Form 990,
Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013Open to Public
Inspection

Employer identification number

United Policyholders

94-3162024

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

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate 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? ☐ Yes ☐ 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? ☐ Yes ☐ No

Part III Conservation Easements.

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

- 1 Purpose(s) of conservation easements held by the organization (check all that apply)
- | | |
|--|--|
| <input type="checkbox"/> Preservation of land for public use (e.g., recreation or education) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat | <input type="checkbox"/> Preservation of a certified historic structure |
| <input type="checkbox"/> 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

a Total number of conservation easements

b Total acreage restricted by conservation easements

c Number of conservation easements on a certified historic structure included in (a)

d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register

	Held at the End of the Tax Year
2a	
2b	
2c	
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? ☐ Yes ☐ No
- 6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____
- 7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____
- 8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ 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 IV Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered 'Yes' to 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) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- (ii) Assets included in Form 990, Part X ▶ \$ _____
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items
- a Revenues included in 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 are a significant use of its collection items (check all that apply).

a ☐ Public exhibition

d ☐ Loan or exchange programs

b ☐ Scholarly research

e ☐ Other _____

c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

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

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
1 c	
1 d	
1 e	
1 f	

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

2 a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII ☐

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
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 in 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:

(i) unrelated organizations

(ii) related organizations

b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R? ☐

	Yes	No
3a(i)		
3a(ii)		
3b		

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1 a Land				
b Buildings				
c Leasehold improvements				
d Equipment		15,371.	10,937.	4,434.
e Other		1,400.	1,015.	385.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				4,819.

BAA

Schedule D (Form 990) 2013

Part VII Investments – Other Securities.

N/A

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

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives ..		
(2) Closely-held equity interests.		
(3) Other		
(A) -----		
(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' to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment type	(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' to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B), line 15.) ▶	

Part X Other Liabilities.

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

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

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. N/A

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

1	Total revenue, gains, and other support per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
	a Net unrealized gains 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
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

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

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

1	Total expenses and losses per audited financial statements		1
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
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

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 O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Name of the organization

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.

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

OMB No 1545-0047

2013

Open to Public
Inspection

United Policyholders

Employer identification number

94-3162024

Form 990, Part III, Line 1 - Organization Mission

United Policyholders (UP) is a 501(c)(3) non-profit organization that is a voice and
an information resource for insurance consumers throughout the country.

Through the Roadmap to Recovery™ program, we give individuals and businesses free
tools and resources to help solve the insurance problems that can arise after an
accident, loss, illness or other adverse event. These include a library of claim
tips, sample forms, educational videos, professional help directories, and articles
written by leading experts in personal finance, construction and the law.

Through the Roadmap to Preparedness program, UP promotes disaster preparedness and
insurance literacy through outreach and education in partnership with civic, faith
based, business and other non-profit associations.

Through the Advocacy and Action program, UP fights for strong legal protections for
policyholders and promotes insurance consumer interests.

United Policyholders' work is funded by donations and grants from individuals,
businesses and foundations. We do not take money from insurance companies.

Form 990, Part III, Line 4a - Program Service Accomplishments

ROADMAP TO RECOVERY™ HIGHLIGHTS 2013

•Helped over 146,000 consumers by phone, email and at www.uphelp.org with property,
auto, health, disability, long-term care, life, title and commercial insurance
matters.

•Conducted Roadmap to Recovery™ workshops and long term recovery programs to help

Name of the organization

United Policyholders

Employer identification number

94-3162024

Form 990, Part III, Line 4a - Program Service Accomplishments

individuals and families whose home were damaged or destroyed in a series of wildfires in Colorado including the High Park and Woodland Heights Fire in Fort Collins, Colorado and the Waldo Canyon Wildfire and Black Forest Fire in Colorado Springs, Colorado.

•Conducted Roadmap to Recovery™ workshops and long term recovery programs to help individuals and families whose home were damaged or destroyed in flash flooding in Manitou Springs (El Paso County), Boulder County and Larimer County.

•Conducted Roadmap to Recovery™ workshops and long term recovery programs to help individuals and families whose home were damaged or destroyed in Superstorm Sandy in the State of New Jersey.

•Conducted insurance-specific trainings for Disaster Case Managers working with individuals and families whose home were damaged or destroyed in Superstorm Sandy in New Jersey.

•Conducted insurance-specific trainings of pro bono legal services organizations working with individuals and families whose home were damaged or destroyed in Superstorm Sandy in New Jersey.

•Distributed Roadmap to Recovery™ Toolkits to disaster victims throughout the country and in bulk in Colorado Springs, Colorado, Boulder, Colorado, Moore, Oklahoma and Washington, Illinois.

•Distributed free copies of The Disaster Recovery Handbook and Household Inventory Guide, Roadmap to Recovery Organizers and Roadmap to Recovery™ flash drives to loss victims throughout the U.S.

•Hosted the "Ask an Expert" online forum - where consumers can get answers to insurance related questions from expert volunteers that include professionals in construction, insurance claims and the law plus people sharing their own disaster recovery lessons learned.

Name of the organization

Employer identification number

United Policyholders

94-3162024

Form 990, Part III, Line 4a - Program Service Accomplishments

- Trained/supported over 150 volunteers serving as recovery mentors through our

- Disaster Survivor Support Network program.

- Distributed reference materials to NGO, faith-based and government agency partners.

- Enhanced our flood insurance claim section of our websites and updated the United

- Policyholders Claim Help Library

- Expanded our National Find Professional Help and State by State Assistance

- directories.

Form 990, Part III, Line 4b - Program Service Accomplishments**ROADMAP TO PREPAREDNESS 2013**

- Educated homeowners and renters throughout California on earthquake insurance and financial preparedness.

- Served as expert presenters at earthquake and wildfire preparedness events

- throughout California.

- Translated Roadmap to Preparedness™ consumer tips into Spanish

- Partnered with faith-based and other non-profit organizations to broadcast preparedness messages and distribute materials and tools.

- Expanded resources for renters in the Roadmap to Preparedness section of

- www.uphelp.org.

- Enhanced the United Policyholders Home Inventory spreadsheet.

- Distributed hundreds of home inventory tools throughout California.

- Participated in regional and local Voluntary Organizations Active in Disaster meetings and formed alliances with other organizations.

- Worked with vendors of products that improve home safety and increase disaster resilience.

- Conducted preparedness workshops and fairs throughout California.

Name of the organization

Employer identification number

United Policyholders

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Form 990, Part III, Line 4c - Program Service Accomplishments**ADVOCACY AND ACTION HIGHLIGHTS 2013**

• Filed 14 "friend of the court" legal briefs advocating for policyholders in the U.S. Supreme Court and appellate courts throughout the 50 states.

• Provided input at the state level on legislative proposals related to insurance including the Colorado Home Insurance Reform Act of 2013

• Testified at public hearings and made presentations before the National Association of Insurance Commissioners.

• Issued press releases/media advisories on a variety of important insurance issues.

• Published print and online newsletters and monthly consumer tips.

• Conducted surveys to gather data on disaster claims, published the results.

• Responded to more than 340 information and interview requests from media professionals.

• Trained a new volunteer corps in the State of Colorado.

Form 990, Part VI, Line 11b - Form 990 Review Process

Usually the Form 990 is prepared by a tax professional and then reviewed by the organization's management and Board of Directors. The return is discussed and changes are made if necessary. The final version of the 990 is signed by the Executive Director and the return is mailed to the I.R.S.

Form 990, Part VI, Line 12c - Explanation of Monitoring and Enforcement of Conflicts

The Board of Directors reviews all potential conflicts of interest annually. The Executive Director and all Board Members are required to disclose (in writing) potential conflicts of interest and related board affiliations. Any potential conflicts are discussed openly and resolved in accordance with the organizations policies and procedures.

Name of the organization

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Form 990, Part VI, Line 15a - Compensation Review & Approval Process - CEO, Top Management

The Board of Directors reviews the compensation of all high-level personnel annually in accordance with the I.R.S rules and regulations. Efforts are made to research data from industry sources to determine competitiveness of salaries. Every effort is made to comply with I.R.S. guidelines and the organization's policies and procedures to establish transparency in the process.

Form 990, Part VI, Line 15b - Compensation Review & Approval Process - Officers & Key Employees

Compensation of other personnel is reviewed annually by the Board of Directors and members of management. Efforts are made by researching industry data to determine the competitiveness of salaries and related benefits.

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

All of the organization's governing documents, financial statements and other legal filings are maintained in a secure environment and held available for inspection by tax authorities and the general public. Tax returns are posted annually to www.guidestar.org and are also available at the organization's office in San Francisco, CA.

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which 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/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	United Policyholders	94-3162024
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	381 Bush Street, 8th Fl	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	San Francisco, CA 94104	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► Jennifer Schwartz

Telephone No. ► (415) 393-9990Fax No. ► (415) 677-4170

- 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 EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2014, to file the exempt organization return for the organization named above.
The extension is for the organization's return for:

- ☒ calendar year 2013 or
- ☐ tax year beginning _____, 20____, and ending _____, 20____

- 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.

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev 1-2014)

FIF20501L 12/31/13

EXHIBIT G:

A listing, by general category, of United Policyholders' funding sources for the prior 24 months and the approximate total percentage of United Policyholders' annual budget from each funding category. Each foundation, corporate, business, or government agency grant is listed individually Cal. Code. Regs., Tit. 10 2662.2(a)(2)(G).

2014 total support and revenue: \$283,979

2014 contributed revenue: \$169,373 (60%)

2014 earned revenue: \$21,925 (7%)

2014 Grants: \$92,681 (33%)

2013 total support and revenue: \$517,786

2013 contributed revenue: \$157,373 (30%)

2014 earned revenue: \$47,183 (9%)

2014 Cy Pres drawdown: \$160,000 (31%)

2014 Grants: \$153,230 (30%)

Grantors

Taproot Foundation

Pikes Peak Community Foundation

Long Island Community Foundation

Hurricane Sandy NJ Relief Foundation

FEMA 2012 Community Resilience Innovation Challenge

El Paso County, CO

Foothills United Way

Community Foundation of Northern Colorado

*No individual contributed 5% or more of the annual budget.