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Attorney General's Office

NAAG/NASCO Standardized Reporting

FEB 11 2019

URS v. 4.02 Pg1

Unified Registration Statement (URS) for Charitable Organizations (v. 4.02)

☒ Initial registration ☐ Renewal/Update

This URS covers the reporting year which ended (day/month/year) **December 31, 2017**

Filer EIN **81-3260391**

State **California**

State ID **Pending**

1. Organization's legal name **Our Revolution**

If changed since prior filings, previous name used **None Used**

All other name(s) used **None Used**

2. (A) Street address **1900 L Street, NW, Suite 900**

City **Washington**

County

State **DC**

Zip Code **20036**

(B) Mailing address (if different)

P.O. Box 66208

City **Washington**

County

State **DC**

Zip Code **20035**

3. Telephone number(s) **(202) 810-5076**

Fax number(s) **(410) 721-3648**

E-mail **info@ourrevolution.com**

Web site **www.ourrevolution.com**

None

4. Names, addresses (street & P.O.), telephone numbers of other offices/chapters/branches/affiliates (attach list).

5. Date incorporated **July 01, 2016**

State of incorporation **Washington, DC**

Fiscal year end: day/month **31, December**

6. If not incorporated, type of organization, state, and date established **N/A**

7. Has organization or any of its officers, directors, employees or fund raisers:

A. Been enjoined or otherwise prohibited by a government agency/court from soliciting? Yes ☐ No ☒

B. Had its registration denied or revoked? Yes ☐ No ☒

C. Been the subject of a proceeding regarding any solicitation or registration? Yes ☐ No ☒

D. Entered into a voluntary agreement of compliance with any government agency or in a case before a court or administrative agency? Yes ☐ No ☒

E. Applied for registration or exemption from registration (but not yet completed or obtained)? Yes ☒ No ☐

F. Registered with or obtained exemption from any state or agency? Yes ☒ No ☐

G. Solicited funds in any state? Yes ☒ No ☐ See Attached List of Registered States

If "yes" to 7A, B, C, D, E, attach explanation.

If "yes" to 7F & G, attach list of states where registered, exempted, or where it solicited, including registering agency, dates of registration, registration numbers, any other names under which the organization was/is registered, and the dates and type (mail, telephone, door to door, special events, etc.) of the solicitation conducted.

8. Has the organization applied for or been granted IRS tax exempt status? Yes ☒ No ☐

If yes, date of application **October 10, 2018** OR date of determination letter

If granted, exempt under 501 (c) **4** Are contributions to the organization tax deductible? Yes ☐ No ☒

Receipt # 618024

9. Has tax exempt status ever been denied, revoked, or modified? Yes ☐ No ☒

10. Indicate all methods of solicitations:

Mail ☒ Telephone ☐ Personal Contact ☒ Radio/TV Appeals ☐

Special Events ☐ Newspaper/Magazine Ads ☐ Other(s) ☒ specify Internet

11. List the NTEE code(s) that best describes your organization W

12. Describe the purposes and programs of the organization and those for which funds are solicited (*attach separate sheet if necessary*).
See Attached Mission Statement

13. List the names, titles, addresses, (street & P.O.), and telephone numbers of officers, directors, trustees, and the principal salaried executives of organization (*attach separate sheet*).

See Attached Board of Director List

14. (A) (1) Are any of the organization's officers, directors, trustees or employees related by blood, marriage, or adoption to:
(i) any other officer, director, trustee or employee OR (ii) any officer, agent, or employee of any fundraising professional firm under contract to the organization OR (iii) any officer, agent, or employee of a supplier or vendor firm providing goods or services to the organization? Yes ☐ No ☒

(2) Does the organization or any of its officers, directors, employees, or anyone holding a financial interest in the organization have a financial interest in a business described in (ii) or (iii) above OR serve as an officer, director, partner or employee of a business described in (ii) or (iii) above? Yes ☐ No ☒
(If yes to any part of 14A, *attach sheet* which specifies the relationship and provides the names, businesses, and addresses of the related parties).

(B) Have any of the organization's officers, directors, or principal executives been convicted of a misdemeanor or felony?
If yes, attach a complete explanation. Yes ☐ No ☒

15. *Attach separate sheet listing names and addresses (street & P.O.) for all below:*

See Attached Custodial List

Individual(s) responsible for custody of funds.

Individual(s) responsible for distribution of funds.

Individual(s) responsible for fund raising.

Individual(s) responsible for custody of financial records.

Individual(s) authorized to sign checks.

Bank(s) in which registrant's funds are deposited (*include account number and bank phone number*).

16. Name, address (street & P.O.), and telephone number of accountant/auditor.

Name PLC Rouse Norton, PLLC

Address 7701 Six Forks Road, Suite 100

City Raleigh State NC Zip Code 27615 Telephone (919) 841-1000

Method of accounting Accrual

17. Name, address (street & P.O.), and telephone number of person authorized to receive service of process. This is a *state-specific item. See instructions.*

Name N/A

Address _____

City _____ State _____ Zip Code _____ Telephone _____

18. (A) Does the organization receive financial support from other nonprofit organizations (foundations, public charities, combined campaigns, etc.) **Yes** ☐ **No** ☒
- (B) Does the organization share revenue or governance with any other non-profit organization? **Yes** ☐ **No** ☒
- (C) Does any other person or organization own a 10% or greater interest in your organization OR does your organization own a 10% or greater interest in any other organization? **Yes** ☐ **No** ☒

(If "yes" to A, B or C, *attach an explanation* including name of person or organization, address, relationship to your organization, and type of organization.)

19. Does the organization use volunteers to solicit directly? **Yes** ☐ **No** ☒

Does the organization use professionals to solicit directly? **Yes** ☐ **No** ☒

20. If your organization contracts with or otherwise engages the services of any outside fundraising professional (such as a "professional fundraiser paid solicitor fund raising counsel," or "commercial co-venturer"), *attach list* including their names, addresses (street & P.O.), telephone numbers, and location of offices used by them to perform work on behalf of your organization. Each entry *must include* a simple statement of services provided, description of compensation arrangement, dates of contract, date of campaign/event, whether the professional solicits on your behalf, and whether the professional at any time has custody or control of donations. **None Used**

21. Amount paid to PFR/PS/FRC during previous year: \$ 0

22. (A) Total contributions: \$ 3,447,515

(B) Program service expenses: \$ 2,584,863

(C) Management & general expenses: \$ 340,054

(D) Fundraising expenses: \$ 263,275

(E) Total expenses: \$ 3,188,192

(F) Fundraising expenses as a percentage of funds raised: 7.63%

(G) Fundraising expenses plus management and general expenses as a percentage of funds raised: 17.50%

(H) Program services as a percentage of total expenses: 81.07%

Under penalty of perjury, we certify that the above information and the information contained in any attachments or supplement is true, correct, and complete.

Sworn to before me on (or signed on) 25th January 20 19

CHANG HO CHOI
Notary public (if required) My Commission Expires June 14, 2019

Senator Nina Turner
Name (printed)

[Signature]
Name (signature)

L President
Title (printed)

Whittney Wernsing
Name (printed)

[Signature]
Name (signature)

Chief Operating & Financial Officer
Title (printed)

Consult the state-by-state appendix to the URS to determine whether supporting documents, supplementary state forms or fees must accompany this form. Before submitting your registration, *make sure you have attached or included everything required by each state to the respective copy of the URS.*

Attachments may be prepared as one continuous document or as separate pages for each item requiring elaboration. In either case, please number the response to correspond with the URS item number.

Our Revolution

Registered State List

<i>State</i>	<i>Agency Information</i>	<i>Registration Date</i>	<i>Registration Number</i>
AK	Alaska Dept of Law, Attorney General 1031 West 4th Ave. Suite 200 Anchorage AK 99501-1994	2018	81-3260391
AL	Office Of Attorney General Consumer Affairs Division 501 Washington Avenue Montgomery AL 36130-0152	2018	Pending
AR	Office of Attorney General Consumer Protection Division 323 Center Street Suite 200 Little Rock AR 72201-2610	2018	81-3260391
CA	Register of Charitable Trust Office of Attorney General P.O. Box 903447 Sacramento CA 94203-4470	2018	Pending
CO	Secretary of State 1560 Broadway, Suite 200 Denver CO 80290	2018	Pending
CT	Department of Consumer Protection, Public Charities Unit 165 Capitol Avenue Hartford CT 06106-1630	2018	Pending
DC	Dept. of Consumer & Reg. Affairs P.O. Box 92300 Washington DC 20002	2017	N00005478000
FL	Department of Agriculture & Consumer Services P.O. Box 6700 Tallahassee FL 32314-6700	2018	Pending
GA	Georgia Secretary of State, Charities Division 2 Martin Luther King Jr. Dr. SE Suite 313 West Tower Atlanta GA 30334	2018	Pending
HI	Department of the Attorney General 425 Queen Street Honolulu HI 96813	2018	81-3260391
IL	Attorney General Charitable Compliance Section 100 West Randolph 11th Floor Chicago IL 60601-3175	2018	Pending

<i>State</i>	<i>Agency Information</i>	<i>Registration Date</i>	<i>Registration Number</i>
KS	Kansas Secretary of State First Floor, Memorial Hall, 120 SW 10th Avenue Topeka KS 66612-1594	2018	Pending
KY	Attorney General, Division of Consumer Protection 1024 Capital Center Drive, Suite 200 Frankfort KY 40601-8204	2018	Pending
MA	Attorney General Division of Public Charities 1 Ashburton Place Room 1413 Boston MA 02108	2018	Pending
MD	Secretary of State Charitable Division State House Annapolis MD 21401	2018	Pending
ME	Charitable Solicitations Department of Professional & Fin. Reg 35 State House Station Augusta ME 04333-0035	2018	Pending
MI	Attorney General Charitable Trust Section P.O. Box 30214 Lansing MI 48909	2018	Pending
MN	Office Of Attorney General, Charitable Division Suite 1200, Bremer Tower, 445 Minnesota Street St. Paul MN 55101-2130	2018	81-3260391
MO	Attorney General's Office Missouri P.O. Box 899 Jefferson City MO 65102-0899	2018	Pending
MS	Secretary of State PO Box 136 Jackson MS 39205	2018	Pending
NC	Department of the Secretary of State Solicitation Licensing Section Box 29622 Raleigh NC 27626-0622	2018	Pending
ND	Secretary of State Licensing Division 600 E. Boulevard Ave., Dept. 108 Bismarck ND 58505-0500	2018	Pending
ND	Secretary of State, Annual Report Processing Center PO Box 5513 Bismarck ND 58506-5513	2018	Pending

<i>State</i>	<i>Agency Information</i>	<i>Registration Date</i>	<i>Registration Number</i>
NH	Dept. Of Justice, Charitable Trust Unit 33 Capitol Street Concord NH 03301-6397	2018	Pending
NJ	N.J. Division of Consumer Affairs, Charities Regulation Section P.O.Box 45021 Newark NJ 07101	2018	Pending
NM	Attorney General Charitable Org. Registry 111 Lomas Blvd, NW Suite 300 Albuquerque NM 87102	2018	81-3260391
NV	Nevada Secretary of State 202 North Carson Street Carson City NV 89701-4520	2018	Pending
NY	Attorney General NYS Department of Law 120 Broadway New York NY 10271	2018	Pending
OH	Ohio Attorney General Charitable Law Section 150 E. Gay Street 23rd Floor Columbus OH 43215-3130	2018	81-3260391
OK	Secretary of State 2300 North Lincoln Blvd Oklahoma OK 73105 City	2018	Pending
OR	Department of Justice Charitable Activities Section 100 SW Market Street Portland OR 97201	2018	Pending
PA	Bureau of Charitable Organizations 207 North Office Building Harrisburg PA 17120-0103	2018	Pending
RI	Department of Business Reg., Securities Division 1511 Pontiac Ave John O. Pastore Complex - Bldg. 69-1 Cranston RI 02920	2018	Pending
SC	Secretary of State Division of Public Charities 1205 Pendleton Street, Suite 525 Columbia SC 29201	2018	Pending
TN	Tennessee Division of Charitable Solicitations William R. Snodgrass Tower 312 Rosa L. Parks Ave 8th Floor Nashville TN 37243	2018	Pending

<i>State</i>	<i>Agency Information</i>	<i>Registration Date</i>	<i>Registration Number</i>
UT	Division of Consumer Protection 160 East 300 South, SM Box 146704 Salt Lake City UT 84114-6704	2018	Pending
VA	Virginia Department of Agriculture & Consumer Services P.O. Box 526 Richmond VA 23218-0526	2018	81-3260391
WA	Secretary of State Charities Division P.O. Box 40234 Olympia WA 98504	2018	Pending
WI	Department of Financial Institutions Licensed Financial Services P.O. Box 7876 Madison WI 53707-7876	2018	Pending
WV	Secretary of State Office Building 1, Suite 157-K, 1900 Kanawha Blvd. East Charleston WV 25305-0770	2018	81-3260391



PO Box 66208
Washington, DC 20035
info@ourrevolution.com
www.ourrevolution.com

Our Revolution – Mission and Goals

Our Revolution

Campaigns end. Revolutions carry on.

Our Revolution will reclaim democracy for the working people of our country by harnessing the transformative energy of the “political revolution.” Through supporting a new generation of progressive leaders, empowering millions to fight for progressive change and elevating the political consciousness, Our Revolution will transform American politics to make our political and economic systems once again responsive to the needs of working families.

Our Revolution has three intertwined goals: to revitalize American democracy, empower progressive leaders and elevate the political consciousness:

1) Revitalize American Democracy

Our Revolution will revitalize American democracy by unifying the millions of people who got involved over the course of U.S. Senator Bernie Sanders’ presidential campaign in support of progressive causes. Our Revolution will give the people a major voice in the political system by activating supporters and engaging millions more Americans in the political process.

2) Empower Progressive Leaders

Our Revolution will empower the next generation of progressive leaders by inspiring and recruiting progressive candidates to run for offices across the entire spectrum of government. From school boards to congressional seats, a new generation of political leaders, dedicated to transforming America’s corrupt campaign finance system and rigged economy, will become involved. Our Revolution will provide candidates inspired by the “political revolution,” with the unparalleled digital tools, organizing knowledge and grassroots support, which may include fundraising, successfully utilized throughout Senator Sanders’ campaign.

3) Elevate Political Consciousness

The corporate media have largely failed to cover the issues critical to the future of our country: from the devastating effects of climate change to the decline of the middle class. Our Revolution will educate the public about the most pressing issues confronting our nation and the bold solutions being offered. This effort will ensure that drowned out voices are heard and become an important part of the local, state and national dialogue.

Paid for by Our Revolution
PO Box 66208 Washington, DC 20035
Not authorized by any candidate or candidate committee. Our Revolution
is a 501(c)(4) organization. Donations to Our Revolution are not
deductible as charitable contributions for federal income tax purposes.
All donations are made to support Our Revolution's general mission and
are not designated for any specific activity.

Our Revolution

Board Of Director List

Larry Cohen, Chair

1900 L Street, NW, Suite 900
Washington, DC 20036

Jim Hightower, Director

1900 L Street, NW, Suite 900
Washington, DC 20036

Senator Nina Turner, President

1900 L Street, NW, Suite 900
Washington, DC 20036

Lucero E. Mesa, Director

1900 L Street, NW, Suite 900
Washington, DC 20036

Deborah Parker, Vice Chair

1900 L Street, NW, Suite 900
Washington, DC 20036

Richard Rodriguez, Director

1900 L Street, NW, Suite 900
Washington, DC 20036

Jane Kleeb, Treasurer

1900 L Street, NW, Suite 900
Washington, DC 20036

Shailene Woodley, Director

1900 L Street, NW, Suite 900
Washington, DC 20036

Justin Bamberg, Director

1900 L Street, NW, Suite 900
Washington, DC 20036

Jim Zogby, Director

1900 L Street, NW, Suite 900
Washington, DC 20036

Huck (Stanley) Gutman, Director

1900 L Street, NW, Suite 900
Washington, DC 20036

All Of The Above Can Be Reached At:

1900 L Street, NW, Suite 900

Washington, DC 20036

Telephone Number: (202) 810-5076

E Mail: info@ourrevolution.com

Our Revolution

Executive Staff List

Senator Nina Turner, President

1900 L Street, NW, Suite 900

Washington, DC 20036

Whittney Wernsing, Chief Operating & Financial Officer

1900 L Street, NW, Suite 900

Washington, DC 20036

All Of The Above Can Be Reached At:

1900 L Street, NW, Suite 900

Washington, DC 20036

Telephone Number: (202) 810-5076

E Mail: info@ourrevolution.com

Our Revolution

Custodial Responsibility List

Individuals Responsible for Custody of Funds: **Whittney Wernsing**
Chief Operating & Financial Officer

Individuals Responsible for Distribution of Funds: **Whittney Wernsing**
Chief Operating & Financial Officer

Individuals Responsible for Custody of Records: **Whittney Wernsing**
Chief Operating & Financial Officer

Individuals Responsible for Fundraising: **Whittney Wernsing**
Chief Operating & Financial Officer

Individuals Authorized to Sign Checks: **Whittney Wernsing**
Chief Operating & Financial Officer

Bank in Which Funds are Deposited: Amalgamated Bank
1825 K Street, NW, Washington, DC 20006

All Of The Above Can Be Reached At:
1900 L Street, NW, Suite 900
Washington, DC 20036
Telephone Number: (202) 810-5076
E Mail: info@ourrevolution.com



DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS

District of Columbia Government
Corporations Division

Articles of Incorporation of Domestic Nonprofit Corporation

One or more persons acting as the incorporator or incorporators under the provisions of the Title 29 of D.C. Code (Business Organizations Act) adopt the following Articles of Incorporation:

First: Corporation Name:

Our Revolution

Second: The corporation will have members: No

Third: Registered Agent's name and address in the District Columbia:

INCORP SERVICES, INC.

1090 VERMONT AVENUE NW

SUITE 910

WASHINGTON, District of Columbia 20005

Fourth: The corporation is incorporated as a nonprofit corporation under D.C. Code Title 29 Chapter 4.

Fifth: Miscellaneous Provisions (may attach the statement):

FIRST: This corporation is organized and operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code, including, but not limited to: (1) developing and advocating for legislation, regulations, and government programs to protect the legal rights of all citizens to avoid disenfranchisement of the average citizen and to improve the political process, (2) conducting research about and publicizing the positions of elected officials concerning these issues and, (3) including for such purposes, the making of distributions to organizations which are recognized as exempt from tax under Section 501(c)(4) of the Internal Revenue Code.

SECOND: The corporation will never be operated for the primary purpose of carrying on a trade or business for profit.

THIRD: This corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

FOURTH: The Corporation may devote a substantial part of its activities to lobbying purposes (including the publishing or distribution of statements) or otherwise attempting to influence legislation in furtherance of its purpose. However, the Corporation may participate or intervene in (including the publishing or distribution of statements) any political or judicial campaign on behalf of any candidate for public office only to an insubstantial degree as permitted by Section 501(c)(4) of the Internal Revenue Code.

FIFTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any private person except the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes.

SIXTH: Upon dissolution of the Corporation, the Board of Directors, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for a non-profit fund, association, or corporation, which is organized and operated exclusively for those tax exempt purposes which are reasonably related to the purposes and goals of this Corporation, as may be determined by the Board of Directors of this Corporation in its sole discretion, and which has established its tax exempt status under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code of 1986, as amended.

SEVENTH: The corporation reserves the right to amend or repeal, by the affirmative vote of a majority of the members of its Board of Directors, any of the provisions contained in these Articles of Incorporation.

Sixth: Directors Name & Address:

Name	Address
Michael Briggs	119 4th St., SE , Washington, District of Columbia 20003
Richard Sugarman	71 S. Williams St., #5, Burlington, Vermont 05401
Jane Sanders	221 Van Patten Pkwy., Burlington, Vermont 05408
Brad Deutsch	9504 Hollins Court, Bethesda, Maryland 20817

Huck Gutman	34 Harrington Terrace, Burlington, Vermont 05401
Seventh: Incorporators Name & Address:	
Name	Address
Nicholas J Gehrig	510 King St., Ste. 301, Alexandria, Virginia 22314
Eighth: Incorporators executing this form:	
No information provided.	
If you sign this form you agree that anyone who makes a false statement can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405:	
Amount Paid: \$180.00	
Date: 7/15/2016 11:14 AM	
E-Signed	

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this ***CERTIFICATE OF AMENDMENT*** is hereby issued to:

Our Revolution

Effective Date: 9/7/2016

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 9/7/2016 7:03 PM



Business and Professional Licensing Administration

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Muriel Bowser
Mayor

Tracking #: iGY9fkIC



DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS
District of Columbia Government
Corporations Division

Articles of Amendment of Domestic Nonprofit Corporation
Form DNP-2, Version 3, April 2013

Under the provisions of the Title 29 of D.C. Code (Business Organizations Act), the domestic filing entity listed below hereby applies for a Certificate of Amendment and for that purpose submits the statement below.

1. Corporation Name.
Our Revolution

2. The text of each amendment adopted.

See attached document.

3. If the amendment provides for an exchange, reclassification, or cancellation of memberships, provisions for implementing the amendment.

4. The date of each amendment's adoption.
7/15/2016 9:46:39 AM

5. Amendment has been adopted in the following manner.
The amendment was adopted by the incorporators or by the board of directors or designated body, as the case may be, and that member approval was not required.

Name of the Governor or Authorized Person	Date	Signature
Knab John	9/7/2016 7:03:35 PM	ESIGNED

What to do next:
1. Complete the Certificate of Amendment.
2. Sign the Certificate of Amendment.
3. File the Certificate of Amendment with the Corporations Division.
4. Pay the filing fee.
Phone: (202) 442-4400

Get the Online Service Information:
Visit the Corporations Division's Online Service.
If you are a new user, you will need to create a profile.
If you are an existing user, you will need to log in.
Visit the Corporations Division's Online Service.

Please check dcra.dc.gov to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registration."

Articles of Amendment of Domestic Nonprofit Corporation

of

Our Revolution

Under the provisions of Title 29 of the D.C. Code, Our Revolution, the domestic filing entity, hereby states that the following amendments to its Articles of Incorporation were adopted on September 6, 2016:

Articles Fifth and Sixth are amended and restated in their entirety, *nunc pro tunc* to the formation of the Corporation:

Fifth: Miscellaneous Provisions:

(A) This corporation is organized and operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code, including, but not limited to: (1) developing and advocating for legislation, regulations, and government programs to protect the legal rights of all citizens in order to avoid disenfranchisement of the average citizen and to improve the political process, (2) conducting research about and publicizing the positions of elected officials concerning these issues, and (3) conducting such other activities as permitted under Section 501(c)(4) the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

(B) The Corporation will never be operated for the primary purpose of carrying on a trade or business for profit.

(C) This corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code.

(D) The Corporation may participate or intervene in (including the publishing or distribution of statements) any political or judicial campaign on behalf of any candidate for public office to the extent permitted by Section 501(c)(4) of the Internal Revenue Code.

(E) No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any private person except the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes.

(F) Upon the winding up and dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to, and only to, one or more charitable or social welfare organizations.

(G) The Corporation reserves the right to amend or repeal, by the affirmative vote of a majority of the members of its Board of Directors, any of the provisions contained in these Articles of Incorporation.

Resolution of the Board of Directors
of Our Revolution

(H) The Corporation shall indemnify a person serving as a director or officer for liability, as defined under the DC Nonprofit Corporations Act of 2010 (as it may be amended) for any action taken, or any failure to take action, as a director or as an officer, to the fullest extent permitted by law.

(I) A director of the Corporation is not liable to the Corporation or its members for money damages for any action taken, or any failure to take any action, as a director, to the fullest extent permitted by law.

Sixth: Directors Names & Address

Name	Address
Larry Cohen	603 2nd Street, NE, Washington, DC 20002
Lucy Flores	603 2nd Street, NE, Washington, DC 20002
Huck Gutman	603 2nd Street, NE, Washington, DC 20002
Jim Hightower	603 2nd Street, NE, Washington, DC 20002
Ben Jealous	603 2nd Street, NE, Washington, DC 20002
Jane Kleeb	603 2nd Street, NE, Washington, DC 20002
Deborah Parker	603 2nd Street, NE, Washington, DC 20002
Nina Turner	603 2nd Street, NE, Washington, DC 20002
Catalina Velasquez	603 2nd Street, NE, Washington, DC 20002
Shailene Woodley	603 2nd Street, NE, Washington, DC 20002
Jim Zogby	603 2nd Street, NE, Washington, DC 20002



BYLAWS

OF

OUR REVOLUTION

**A nonprofit corporation organized
in Washington, D.C.
in 2016**

November 14, 2016

OUR REVOLUTION

BYLAWS

ARTICLE I NAME

SECTION 1.01. *Name.* The name of the Corporation is **Our Revolution** (the "Corporation").

ARTICLE II PURPOSES OF THE CORPORATION

SECTION 2.01. *Purposes.* The Corporation has been organized to operate exclusively for the purposes set forth in the Corporation's Articles of Incorporation, which are as follows:

(A) This corporation is organized and operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code, including, but not limited to: (1) developing and advocating for legislation, regulations, and government programs to protect the legal rights of all citizens in order to avoid disenfranchisement of the average citizen and to improve the political process, (2) conducting research about and publicizing the positions of elected officials concerning these issues, and (3) conducting such other activities as permitted under Section 501(c)(4) the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

(B) The Corporation will never be operated for the primary purpose of carrying on a trade or business for profit.

(C) This corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code.

(D) The Corporation may participate or intervene in (including the publishing or distribution of statements) any political or judicial campaign on behalf of any candidate for public office to the extent permitted by Section 501(c)(4) of the Internal Revenue Code.

(E) No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any private person except the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes.

(F) Upon the winding up and dissolution of the Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to, and only to, one or more charitable or social welfare organizations.

ARTICLE III OFFICES AND REGISTERED AGENT

SECTION 3.01. *Offices.* The principal office of the Corporation shall be located within or without the District of Columbia at such place as the Board of Directors shall from time to time designate. The Corporation may maintain additional offices at such other places within or without the District of Columbia as the Board of Directors may designate.

SECTION 3.02. *Registered Agent.* The Corporation shall designate a person to serve as the registered agent for the District of Columbia. The Board of Directors may change the person designated as the registered agent from time to time.

ARTICLE IV MEMBERS

SECTION 4.01. *No Members of the Corporation.*

(A) The Corporation shall not have any members as defined by D.C. Nonprofit Act § 29-401.02(24).

(B) However, pursuant to D.C. Nonprofit Act § 29-404.01(c), the Corporation will solicit supporters and designate such Persons as "Members" (singular, a "Member"), who or which meet certain criteria, and who, if accepted and acknowledged by the Organization, will enjoy the rights and benefits of membership. The criteria for a Person to qualify as a Member will be (1) payment of an annual donation or in-person participation at an Organization event, (2) affirmative acceptance of membership terms and conditions, including, but not limited to, affirmation of the goals and purposes of the Corporation, and (3) actual acceptance of the Person by the Corporation as a Member and acknowledgement by the Corporation of such acceptance. Only a Member may serve as a director or officer of the Corporation. The criteria for membership and the rights and benefits of membership shall be determined in more detail by the Board of Directors (or any delegated committee thereof), and set forth in a written Membership Policy, which will be made available to a member upon written request.

ARTICLE V BOARD OF DIRECTORS

SECTION 5.01. *Function of Directors.* The business and affairs of the Corporation shall be managed under the direction of its Board of Directors (sometimes called the "Board"), in accordance with the provisions of the Articles of Incorporation, these Bylaws and the District of Columbia Nonprofit Corporation Act of 2010 (the "Nonprofit Act"). The Board

shall take an active role in furthering the goals and purposes of the Corporation and Directors are encouraged and expected to be active advocates for the Corporation's goals. The Board may delegate the management of the activities of the Corporation to any person or persons, or committee however composed, provided the activities and affairs of the Corporation shall be managed by or under the direction, and subject to the oversight, of the Board.

SECTION 5.02. *Number of Directors; Qualifications.* The Board of Directors shall consist of not less than three (3) or more than thirteen (13) members. The maximum number of directors may be changed by an amendment to the Bylaws, but any such amendment shall not affect the tenure of office of any director, except as provided in Section 5.04. Directors need not be residents of the District of Columbia. A person must be a Member of the Organization in accordance with Section 4.01 above in order to serve as a Director on the Board of Directors.

SECTION 5.03. *Election and Tenure of Directors.*

(A) The Board of Directors shall elect directors by the affirmative vote of a majority of the Board of Directors then in office at the annual meeting of the Board.

(B) The terms of the directors shall be staggered. The initial Board members shall be divided into three approximately equal classes (A, B, and C). As decided in more detail by resolution of the Board, Class A shall serve an initial term ending at the 2018 annual meeting, Class B shall serve an initial term ending at the 2019 annual meeting, and Class C shall serve an initial term ending at the 2020 annual meeting. After the initial terms, each class thereafter shall serve a three-year term. Commencing with the 2018 annual meeting, one class of Directors will be elected at each annual meeting.

(C) A Director may be elected for more than one term.

(D) A committee of the Board shall be responsible for nominating a slate of prospective Board members representing the Corporation's diverse community. In addition, any member of the Board can nominate a candidate to the slate of nominees during the annual meeting of the Board of Directors. Each Director shall hold office until the expiration of the term for which he or she was elected and until the election and qualification of a successor, or until that Director's earlier resignation or removal in accordance with these Bylaws.

SECTION 5.04. *Removal or Resignation of Director.* Unless the Nonprofit Act provides otherwise, the Board of Directors may remove any director, with or without cause, by the affirmative vote of a majority of all of the members of the Board of Directors then in office. A director may resign at any time upon written notice to the Secretary. Such resignation shall take effect on the date the notice was delivered to the Secretary, unless another date is specified in the notice of resignation. No acceptance of such resignation shall be necessary to make it effective.

SECTION 5.05. *Vacancy on Board.* A majority of the remaining directors may at any time fill a vacancy on the Board of Directors which results from any cause. A director

elected to fill a vacancy shall serve for the unexpired term of the director whose resignation or removal created the vacancy on the Board. If the number of Directors then in office is less than a quorum, additional directors may be elected to fill such vacancies by (i) the unanimous written consent of the Directors then in office, (ii) the affirmative vote of a majority of the Directors in office at a meeting held according to notice, or (iii) a sole remaining Director.

SECTION 5.06. *Annual and Regular Meetings.* The Corporation shall hold an annual meeting of its Board of Directors for the election of directors and officers and the transaction of such other business as may properly come before the meeting. Except as may be determined by the Board of Directors, the annual meeting shall be held during the second quarter of the Corporation's fiscal year at such place and at such time as determined by the Board of Directors. The Corporation will hold other regular meetings at such times as are affixed by the Board of Directors. Unless the Articles of Incorporation, the Nonprofit Act, or these Bylaws provide otherwise, any business may be considered at the annual or any other regular meeting without such business having been specified in the notice for such meeting. Failure to hold an annual meeting does not invalidate the Corporation's existence or affect any otherwise valid corporate acts.

SECTION 5.07. *Special Meetings.* The Chair or any two (2) directors may call a special meeting of the Board of Directors at any time. Unless the Articles of Incorporation, the Nonprofit Act, or these Bylaws provide otherwise, any business may be considered at any special meeting without such business having been specified in the notice for such meeting. A special meeting of the Board of Directors shall be held on such date and at such place as shall be designated in the notice for such meeting.

SECTION 5.08. *Notice of Meeting.* The Secretary or such person's designee shall give notice to each director of each meeting of the Board of Directors. The notice shall state the time and place of the meeting. Notice is given to a director when: it is delivered personally to the director, left at the director's residence or usual place of business, or sent by facsimile or e-mail, at least 48 hours before the time of the meeting; or, in the alternative, by U.S. mail to the director's address as it shall appear on the records of the Corporation, at least seven (7) days before the time of the meeting. Notwithstanding the foregoing, the Board may affix a schedule of regular meetings of the Board in advance, which schedule shall constitute due notice of each such regular meeting until such time as the Board changes the schedule of regular meetings. Attendance at a meeting of the Board of Directors shall constitute a waiver of notice, except where a Director states that he or she is attending solely for the purpose of objecting to the conduct of business on the ground that the meeting was not lawfully called or convened.

SECTION 5.09. *Action by Directors.* Unless the Articles of Incorporation, the Nonprofit Act or these Bylaws require a greater proportion, the action of a majority of the directors present at a meeting at which a quorum is present when the vote is taken shall constitute action of the Board of Directors. A majority of the Board of Directors in office shall constitute a quorum for the transaction of business. If a meeting cannot be organized because a quorum has not attended, those present may adjourn the meeting from time to time until a

quorum is present, when any business may be transacted that may have been transacted at the meeting as originally called.

SECTION 5.10. *Action by Written Consent.*

(A) Any action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting, if a unanimous written consent, which sets forth the action to be taken, is signed (including, for illustrative purpose, by an e-mail, in accordance with Section 9.01 of these Bylaws) by each director of the Board of Directors and filed with the minutes of proceedings of the Board of Directors.

(B) If D.C. Nonprofit Act § 29-406.21 (or successor section(s)) is amended to permit action by written consent by less than unanimous consent of the Directors, then this section shall be automatically amended, without any action required by the Board of Directors, to permit written action by less than unanimous consent of the Directors, to the fullest extent consistent with such amended section(s).

SECTION 5.11. *Meeting by Electronic Means.* Members of the Board of Directors may participate in a meeting by means of a conference telephone or similar communications equipment if all persons participating in the meeting can hear one another, speak and vote on any matters put before the Board. Participation in a meeting by these means constitutes presence in person at a meeting.

SECTION 5.12. *No Compensation.* The Corporation shall not pay any compensation to any director for services rendered to the Corporation as a director or as an officer, except that a director may be reimbursed for reasonable and customary expenses incurred in the performance of his or her duties to the Corporation, in reasonable amounts as approved by a majority of the entire Board of Directors.

SECTION 5.13. *Attendance at Meetings.* If any director has four (4) or more absences from regular meetings (which may include an annual meeting) in any twelve-month period, such absences shall constitute a resignation from the Board of Directors by such director.

**ARTICLE VI
COMMITTEES**

SECTION 6.01. *Board Committees.*

(A) The Board of Directors, by a vote of a majority of the directors then in office, may establish one or more standing committees of the Board comprised of one or more directors. The Board of Directors may delegate to a committee any of the powers of the Board, except the power to (1) elect or remove directors or Board committee members; (2) approve the dissolution, merger, or reorganization of the Corporation or distribution of its assets; (3) amend the Articles of Incorporation or these Bylaws; or (4) decide such other matters as the Board may determine by vote of the directors.

(B) The Chair of the Board of Directors shall appoint the members subject to the approval of a majority of the directors then in office. Each committee shall select a chair and shall adopt rules of procedure for the conduct of the business of the committee that are consistent with Article V of the Bylaws. A majority of the members of a committee shall constitute a quorum for the transaction of business and the act of a majority of those present at a meeting at which a quorum is present shall be the act of the committee. Any action required or permitted to be taken at a meeting of a committee may be taken without a meeting, if a unanimous written consent which sets forth the action is signed (including, for illustrative purposes, by e-mail, in accordance with Section 9.01 of these Bylaws) by each member of the committee and filed with the minutes of the committee. The members of a committee may conduct any meeting thereof by conference telephone or similar communications equipment in accordance with the provisions of Section 5.11.

(C) Each member of a committee shall serve until the next annual meeting of the Board of Directors and until such member's successor is appointed, unless: (1) the committee shall be sooner terminated, (2) such member be removed from such committee, with or without cause, by a vote of a majority of the directors then in office, or (3) such member shall cease to be a director or otherwise resign from such committee.

SECTION 6.02. *Special Committees of the Board.* The Board of Directors may appoint one or more special committees for such special tasks as circumstances warrant. Such special committees shall limit their activities to the accomplishment of the task for which they are created and appointed and shall have no power to act except such as is specifically conferred by action of the Board of Directors. A special committee of the board shall be subject to the same rules of procedure as any committee of the Board appointed in accordance with Section 6.01.

SECTION 6.03. *Advisory Committees; Board of Advisors.*

(A) The Board of Directors may create advisory committees to the Board, including a body that will serve as a Board of Advisors. The advisory committees shall have such functions and responsibilities specified by the Board of Directors; however, the Board of Directors may not delegate any of its power, authority, or functions to the advisory committee. Each advisory committee may adopt rules of procedure for its business that are consistent with Article V of these Bylaws and with the rules adopted by the Board of Directors.

(B) The Chair shall appoint the members of each advisory committee, subject to the approval of the Board of Directors. A majority of the members of an advisory committee shall constitute a quorum for the transaction of business. The advisory committee may conduct any meeting thereof by conference telephone or similar communications equipment in accordance with the provisions of Section 5.11.

(C) Each member of an advisory committee shall serve until the next annual meeting of the Board of Directors and until such member's successor is appointed, unless: (1) the committee shall be sooner terminated, (2) such member be removed, with or without cause, by

a vote of the Board of Directors, or (3) such member shall otherwise resign from such committee.

SECTION 6.04. *No Compensation of Members of Committees.* The Corporation shall not pay any compensation to any member of any committee for services rendered to the Corporation as such, except that a member may be reimbursed for reasonable and customary expenses incurred in the performance of his or her duties to the Corporation, in reasonable amounts (as defined in Section 5.12 above) as approved by the Board of Directors. A member of a committee who serves the Corporation in any other capacity may receive reasonable compensation for such other services pursuant to a resolution of the Board of Directors.

ARTICLE VII OFFICERS

SECTION 7.01. *Officers.*

(A) The Corporation shall have a Chair, President, Executive Director, Secretary, and Treasurer. The Corporation may have one or more Vice-Chair, one or more Vice-President, and one or more Assistant Secretary and Assistant Treasury, as well as such other officer positions, as determined by the Board, in accordance with Section 7.10 below. The Chair and Vice Chair(s) (if any) of the Board shall be duly elected and qualified members of the Board. The Treasurer shall be a duly elected and qualified member of the Board. All other officers may, but need not be, members of the Board. A person may hold more than one office in the Corporation but may not serve concurrently as President and Treasurer of the Corporation. The Board may elect or appoint such other officers as may be deemed necessary or appropriate.

(B) As a general policy, the officers shall be responsible for keeping the Board fully informed on a regular, consistent, transparent, and thorough basis on the activities of the Corporation.

(C) A person must be a Member of the Organization in accordance with Section 4.01 above in order to serve as an officer.

SECTION 7.02. *Chair.* The Chair of the Board of Directors shall preside at all meetings of the Board of Directors at which the Chair shall be present; and, in general, shall perform all such duties as are assigned from time to time to the Chair by these Bylaws and the Board of Directors.

SECTION 7.03. *Vice Chair(s).* The Vice Chair(s), if any, in the absence of the Chair, shall preside at all meetings of the Board of Directors at which a Vice Chair shall be present. In general, a Vice Chair shall perform all duties incident to the office of a vice chair of a corporation and such other duties as are from time to time assigned to a Vice Chair by the Board of Directors.

SECTION 7.04. *President.* The President shall, subject to the direction of the Board, be the Chief Executive Officer of the Corporation.

SECTION 7.05. *Executive Director.* The Executive Director shall, subject to the direction of the Board and in consultation with the President, carry out management responsibilities of the Corporation.

SECTION 7.06. *Election and Tenure of President and Executive Director.*

(A) The Board of Directors shall elect the President and Executive Director; who shall then serve until his or her replacement is elected and qualified. The President and Executive Director may attend any meeting of the Board of Directors unless requested otherwise.

(B) The Board of Directors may remove the President or Executive Director at any time, with or without cause. The President and Executive Director may resign at any time by giving written notice to the Board of Directors. Unless otherwise specified in the written notice, the resignation shall be effective upon delivery to the Corporation.

SECTION 7.07. *Secretary.* The Secretary shall keep the minutes of the meetings of the Board of Directors and of any committees, in books provided for the purpose. The Secretary shall see that all notices are duly given in accordance with the provisions of the Bylaws or as required by law and shall be custodian of the records of the Corporation. In general, the Secretary shall perform all duties incident to the office of a secretary of a corporation, and such other duties as are from time to time assigned to the Secretary by the Board of Directors. If an Assistant Secretary is elected, then such Assistant Secretary shall perform the functions of the Secretary, in the event of the unavailability, incompetency, or unwillingness to act, of the Secretary.

SECTION 7.08. *Treasurer.* The Treasurer, who will be a duly elected and qualified member of the Board, shall be responsible for the financial affairs of the Corporation. The Treasurer shall be responsible for all funds, securities, receipts, and disbursements of the Corporation, and shall deposit, or cause to be deposited, in the name of the Corporation, all moneys or other valuable effects in such banks, trust companies or other depositories as shall, from time to time, be selected by the Board of Directors. The Treasurer shall render to the President and to the Board of Directors, whenever requested and, at least on a monthly basis, an account of the financial condition of the Corporation. In general, the Treasurer shall perform all the duties incident to the office of a treasurer of a corporation, and such other duties as are from time to time assigned to the Treasurer by the Board of Directors. If an Assistant Treasurer is elected, then such Assistant Treasurer shall assist the Treasurer in the Treasurer's duties, under the supervision and direction of the Treasurer, the President, and the Executive Director and, in the event of the unavailability, incompetency, or unwillingness to act, of the Treasurer, to perform the functions of the Treasurer.

SECTION 7.09. *Vacancies.* Vacancies in any office arising from any cause may be filled by the Board of Directors at any regular or special meeting of the Board or by unanimous written consent of the Board.

SECTION 7.10. Subordinate Officers. The Board of Directors may appoint subordinate officers of the Corporation who are assigned duties by the President and/or the Executive Director.

ARTICLE VIII INDEMNIFICATION

SECTION 8.01. Statutory Mandatory Indemnification. The Corporation shall indemnify any officer or director to the extent the officer or director was successful, on the merits or otherwise, in the defense of any proceeding to which the officer or director was a party because the officer or director is or was an officer or director of the Corporation against reasonable expenses incurred by the officer or director in connection with the proceeding.

SECTION 8.02 Additional Indemnification.

(A) The Corporation shall indemnify an officer or director who is a party to a proceeding because he or she is or was an officer or director against liability incurred in the proceeding if the individual:

- (1) Acted in good faith;
- (2) Reasonably believed:
 - (a) In the case of conduct in an official capacity, that the conduct was in the best interests of the Corporation; and
 - (b) In all other cases, that the individual's conduct was at least not opposed to the best interests of the Corporation;
- (3) In the case of any criminal proceeding, had no reasonable cause to believe his or her conduct was unlawful; and
- (4) In the case of an employee benefit plan, reasonably believed such actions to be in the interests of the participants in and the beneficiaries of the plan.

(B) Any such determination shall be made in accordance with the Nonprofit Act (1) by a majority vote of the disinterested directors, a majority of whom will constitute a quorum for that purpose; (2) by a majority of the members of a committee of two or more disinterested directors appointed by such a vote; (3) if there are no disinterested directors, by the members or by special legal counsel selected in the manner prescribed in the Nonprofit Act, provided that the special legal counsel determines that indemnification is permissible because the officer or director has met the relevant standard of conduct in these Bylaws and the Nonprofit Act; or (4) by a court of competent jurisdiction.

(C) The termination of a proceeding by judgment, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent is not, in itself, determinative that the officer or director did not meet the standard of conduct contained in this Section 8.02.

(D) Unless ordered by a court of competent jurisdiction, the Corporation may not indemnify an officer or director if such indemnification is otherwise prohibited by law.

(E) With respect to any matter disposed of by a settlement or compromise payment by such person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such settlement or compromise payment is approved (1) by a majority vote of the disinterested directors, a majority of whom will constitute a quorum for that purpose; (2) by a majority of the members of a committee of two or more disinterested directors appointed by such a vote; (3) if there are no disinterested directors, by the members or by special legal counsel selected in the manner prescribed in the Nonprofit Act, provided that the special legal counsel determines that indemnification is permissible because the officer or director has met the relevant standard of conduct in the Bylaws and the Nonprofit Act; or (4) by a court of competent jurisdiction.

SECTION 8.03. *Advancement of Expenses.* The Corporation may advance funds to pay for or reimburse the reasonable expenses incurred by an individual who is a party to a proceeding because he or she was an officer or director if the individual delivers to the Corporation (1) a written statement signed by the individual setting forth his or her good faith belief that he or she has met the relevant standard of conduct described in these Bylaws and the Nonprofit Act and (2) an undertaking in the form of an unlimited general obligation to repay any funds advanced if the individual is not entitled to indemnification under these Bylaws or mandatory indemnification under the Nonprofit Act. Such authorization shall be conducted in the same manner as specified in Section 8.02(b).

SECTION 8.04. *Selection of Counsel.* An officer or director shall have the right to select his or her own attorneys in connection with any suit, action or proceeding to which indemnification applies, subject to approval by the Board of Directors and such approval shall not be unreasonably withheld. The Board of Directors shall have the right to approve any legal expenses in excess of Ten Thousand Dollars (\$10,000) incurred in connection with any such suit, action or proceeding.

SECTION 8.05. *Definitions.* For purposes of this Article VIII the terms, "disinterested director," "director," and "officer" shall have such meanings as provided in the Nonprofit Act.

SECTION 8.06. *Not Exclusive Right.* The indemnification provided by these Bylaws shall not be deemed exclusive of any other rights which a director or officer may have under any agreement with the Corporation or otherwise.

SECTION 8.07. *Severability.* Every provision of this Article VIII is intended to be severable, and if any term or provision is invalid for any reason whatsoever, such invalidity shall not affect the validity of the remainder of this Article VIII.

ARTICLE IX MISCELLANEOUS

SECTION 9.01. *Notice; Writings; Signatures; Consents.* Any notice required by any provision of these Bylaws shall be in writing. Any such written notice may be provided or completed by e-mail. For the avoidance of doubt, a Director or officer may signify his or her

vote, consent, waiver, objection, or other communication, and otherwise "sign" a consent, vote, or other action, in the form of an e-mail.

SECTION 9.02. *Maintenance of Tax Exempt Status.* The Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law). Upon the termination, dissolution or final liquidation of the Corporation in any manner or for any reason, its assets, if any, will be distributed in accordance with the applicable terms of the Articles of Incorporation, as may be amended from time to time. For the avoidance of doubt, in no event shall any of such assets or property be distributed to any director or officer or any private individual.

SECTION 9.03. *Fiscal Year.* The fiscal year of the Corporation shall be the twelve calendar month period ending December 31 in each year, unless otherwise provided by the Board of Directors.

SECTION 9.04. *Execution of Documents.* A person who holds more than one office in the Corporation may not act in more than one capacity to execute, acknowledge, or verify an instrument required by law to be executed, acknowledged, or verified by more than one officer.

SECTION 9.05. *Checks, Drafts, Etc.* All checks, drafts and orders for the payment of money, notes, and other evidences of indebtedness, issued in the name of the Corporation, shall signed in accordance with the delegation of authority determined by resolution of the Board of Directors, including any banking resolution.

SECTION 9.06. *Amendments.* The Board of Directors shall have the power to amend these Bylaws by the affirmative vote of two-thirds of the members of the Board of Directors then serving, provided written notice of such action shall have been given with the notice of the meeting of the Board of Directors at least five (5) business days prior to such vote.



Department of the Treasury
Internal Revenue Service

P.O. BOX 2508
CINCINNATI OH 45201

In reply refer to: 9999999999
Oct. 29, 2018 LTR 3367C S0
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OUR REVOLUTION
PO BOX 66208
WASHINGTON DC 20035



037649

Employer identification number: 81-3260391
Tax form: 1024A
Document locator number: 17053-288-32601-8
For assistance, call: 1-877-829-5500

Dear Applicant,

We received your application for exemption from federal income tax and your user fee payment.

During the initial review process, applications for exemption are separated into two groups:

1. Those that can be processed based on information submitted
2. Those that require additional information to be processed

If your application falls in the first group you'll receive a determination letter within approximately 90 days from the date of this notice stating that you re exempt from federal income tax.

If your application falls in the second group, you'll be contacted when your application has been assigned to an Exempt Organizations specialist for review. You can expect to be contacted within approximately 180 days from the date of this notice. After 180 days, if you haven't been notified your application was assigned to a specialist, you can contact Customer Account Services Monday through Friday at the toll-free number shown above to check on its status. The individual calling on your behalf will need the following information:

- * Your name
- * Your employer identification number (EIN)
- * The document locator number listed above and assigned to your request
- * A proper power of attorney submitted with your exemption application, unless the individual calling is an officer or director and legally authorized to represent you

The IRS doesn't issue "tax-exempt numbers" or "tax-exempt certificates" for state or local sales or income taxes. If you need exemption from these taxes, contact your state or local tax offices.

Most organizations are required to file an annual information return

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Oct. 29, 2018 LTR 3367C SO
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OUR REVOLUTION
PO BOX 66208
WASHINGTON DC 20035

(Form 990, Form 990-EZ, or Form 990-PF) or electronic notice (Form 990-N, the e-Postcard) while their applications for exemption or miscellaneous determination requests are pending. If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked. Visit www.irs.gov and type "annual exempt organization return: who must file" in the search box for information on the types of organizations that are required to file annual returns or notices.

To receive the Exempt Organizations' EO Update, an electronic newsletter with information for tax-exempt organizations and tax practitioners, go to www.irs.gov/charities and click on "Free e-Newsletter."

For tax forms, instructions, and publications, visit www.irs.gov or call 1-800-TAX-FORM (1-800-829-3676).

Sincerely yours,

Stephen A. Martin

Stephen A. Martin
Director, EO Rulings & Agreements

**Application for Recognition of Exemption
Under Section 501(c)(4) of the Internal Revenue Code**

► Go to www.irs.gov/Form1024A for instructions and the latest information.

OMB No. 1545-0057

Note: If exempt status is approved, this application will be open for public inspection.

Complete Parts I-IX and submit Form 8718 (with payment of the appropriate user fee). Attach additional sheets if you need more space to answer fully. Use the instructions to complete this application and for definitions of terms used in this form. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 877-829-5500, or visit our website at www.irs.gov. If you don't submit the required information, we may return the application to you. A request for a determination under section 501(c)(4) is optional. See instructions for additional information.

Don't include social security numbers on this form as it may be made public.

Part I Identification of Applicant	
1 Full name of organization (exactly as it appears in your organizing document)	2 c/o Name (if applicable)
Our Revolution	
3 Mailing address (Number and street) (see instructions)	4 Employer Identification Number (EIN)
PO BOX 66208	81-3260391
City or town, state or country, and ZIP + 4	5 Month the annual accounting period ends
Washington, DC 20035	12/31
6 Primary contact (officer, director, trustee, or authorized representative)	b Phone:
a Name:	202-965-7880
Brad Deutsch	c Fax: (optional)
7 Organization's website:	

<https://ourrevolution.com/>

Part II Organizational Structure	
You must be a corporation (including a limited liability company), an unincorporated association, or a trust to be tax exempt. See instructions. Don't file this form unless you can check "Yes" on lines 1, 2, 3, or 4.	

1 Are you a corporation ? If "Yes," attach a copy of your articles of incorporation showing certification of filing with the appropriate state agency. Include copies of any amendments to your articles and be sure they also show state filing certification.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
2 Are you a limited liability company (LLC) ? If "Yes," attach a copy of your articles of organization showing certification of filing with the appropriate state agency. Include copies of any amendments to your articles and be sure they show state filing certification. Also, if you adopted an operating agreement, attach a copy, along with any amendments.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3 Are you an unincorporated association ? If "Yes," attach a copy of your articles of association, constitution, or other similar organizing document that is dated and includes at least two signatures. Include signed and dated copies of any amendments.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4 Are you a trust ? If "Yes," attach a signed and dated copy of your trust agreement. Include signed and dated copies of any amendments. If you are a trust, enter the date the trust was funded. (MM/DD/YYYY) / /	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5 Have you adopted bylaws ? If "Yes," attach a current copy showing date of adoption. If "No," explain in an attachment how your officers, directors, or trustees are selected.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

Part III Narrative Description of Your Activities	
Use an attachment to describe all of your past, present, and planned activities in a narrative (including the percentage of time and funds spent on these activities). You may attach representative copies of newsletters, brochures, or similar documents for supporting details to this narrative. Refer to the instructions for information that must be included in your description. Check this box to confirm that you submitted a narrative attachment describing your activities. <input checked="" type="checkbox"/>	

For Paperwork Reduction Act Notice, see instructions.

Cat. No. 88155Y

Form **1024-A** (1-2018)

Part IV Officers, Directors, Trustees, Employees, and Independent Contractors

- 1 List the names, titles, and mailing addresses for all of your officers, directors, and trustees. If additional space is needed, attach a separate sheet.

Name	Title	Mailing address
See Attachment IV.1		

The following "Yes" or "No" questions relate to all past, present, or planned relationships, transactions, or agreements with your officers, directors, trustees, employees, members, and independent contractors.

- 2 Do you have a family or business relationship or agreement with any of your officers, directors, trustees, employees, members, or independent contractors, or any entity they own or control, other than through their position as your officer, director, trustee, employee, member, or independent contractor? If "Yes," identify in an attachment the individual and describe the relationship or agreement. ☒ Yes ☐ No
- 3a Do or will you pay any compensation to your officers, directors, trustees, employees, members, or independent contractors? If "Yes," answer lines 3b and 3c. ☒ Yes ☐ No
- b Do or will the individuals that approve compensation arrangements follow a conflict of interest policy? If "No," describe in an attachment how you set compensation that is reasonable. ☒ Yes ☐ No
- c Do or will you compensate any of your officers, directors, trustees, employees, members, or independent contractors through **nonfixed payments**, such as discretionary bonuses or revenue-based payments? If "Yes," describe in an attachment all nonfixed compensation agreements. ☒ Yes ☐ No

Part V Your Specific Activities

The following "Yes" or "No" questions relate to all past, present, and planned activities you may conduct. See instructions.

- 1 Has the organization spent, or does it plan to spend, any money attempting to influence the selection, nomination, election, or appointment of any person to any federal, state, or local public office or to an office in a political organization? If "Yes," explain in detail and list the amounts spent or to be spent in each case in an attachment. ☒ Yes ☐ No
- 2 Have you previously received a ruling or determination letter recognizing you (or any predecessor organization) as exempt under section 501(c)(3) and later revoked that recognition of exemption on the basis that you (or your predecessor) were carrying on propaganda or otherwise attempting to influence legislation or on the basis that it engaged in political activity? If "Yes," explain in an attachment. ☐ Yes ☒ No
- 3 Are you a **successor** to another organization? Answer "Yes" if you have taken or will take over the activities of another organization, you took over 25% or more of the fair market value of the net assets of another organization, or you were established upon the conversion of an organization from for-profit to nonprofit status. If "Yes," explain in an attachment. ☐ Yes ☒ No
- 4 Are you connected in any way with any other organization (for example, financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees)? If "Yes," explain in an attachment. ☐ Yes ☒ No
- 5 Do you have members? If "Yes," state in an attachment the qualifications necessary for membership, the classes of membership and number of members in each class, and the voting rights or privileges received. ☐ Yes ☒ No
- 6 Have you made, or do you plan on making, any distribution of property or surplus funds to shareholders or members? If "Yes," explain in an attachment. ☐ Yes ☒ No
- 7 Do you receive payments for services performed? If "Yes," explain in an attachment the services performed, income realized and expenses incurred, and the nature of benefits to the general public from these activities. ☐ Yes ☒ No
- 8 Do you lease property? If "Yes," explain in an attachment. Include a description of the property, any relationship between the applicant and the other party, and a copy of the lease agreement. ☒ Yes ☐ No
- 9 Are you a homeowner's association? If "Yes," explain in an attachment whether access to any property or facility you own or maintain is restricted in any way. ☐ Yes ☒ No
- 10 Are you a local association of employees? If "Yes," state in an attachment the name and address of each employer whose employees are eligible for membership in the organization. ☐ Yes ☒ No
- 11 Do you or will you make **foreign** grants or conduct activities in any foreign country or countries? If "Yes," describe those grants or activities in an attachment. ☐ Yes ☒ No

Part VI Financial Data (see instructions for information you must provide) (attach statement regarding accounting method, if necessary)**A. Statement of Revenues and Expenses**

Type of revenue or expense		Year: 2016	Year: 2017	Year: 2018
Revenues	1 Gifts, grants, and contributions received	3,417,186	3,447,515	1,672,026
	2 Membership fees received	0	0	0
	3 Gross investment income	0	0	0
	4 Net unrelated business income	0	21,221	22,487
	5 Taxes levied for your benefit	0	0	0
	6 Value of services or facilities furnished by a governmental unit without charge	0	0	0
	7 Any revenue not otherwise listed above or in lines 9–11 below (attach statement)	0	0	0
	8 Total of lines 1 through 7	3,417,186	3,468,736	1,694,513
	9 Gross receipts from any activity that is related to your exempt purposes	0	0	0
	10 Total of lines 8 and 9	3,417,186	3,468,736	1,694,513
	11 Net gain or loss on sale of capital assets (attach statement)	0	0	0
	12 Total Revenue Combine lines 10 and 11	3,417,186	3,468,736	1,694,513
Expenses	13 Fundraising expenses (attach statement)	267,681	211,845	148,954
	14 Contributions, gifts, grants, and similar amounts paid out (attach statement)	0	489,344	166,000
	15 Disbursements to or for the benefit of members (attach statement)	0	0	0
	16 Compensation of officers, directors, and trustees	140,507	351,748	212,240
	17 Other salaries and wages	243,721	746,826	688,259
	18 Occupancy	36,381	78,302	77,908
	19 Any expense not otherwise classified, such as program services (attach statement)	1,135,177	1,310,129	854,156
	20 Total Expenses Add lines 13 through 19	1,823,467	3,188,194	2,147,517

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

		Year End 2017
Assets		
1 Cash	1	1,892,918
2 Accounts receivable, net	2	106,859
3 Inventories	3	10,922
4 Bonds and notes receivable (attach statement)	4	
5 Corporate stocks (attach statement)	5	
6 Loans receivable (attach statement)	6	
7 Other investments (attach statement)	7	
8 Depreciable and depletable assets (attach statement)	8	
9 Land	9	
10 Other assets (attach statement)	10	55,500
11 Total assets (add lines 1 through 10)	11	2,066,199
Liabilities		
12 Accounts payable	12	191,058
13 Contributions, gifts, grants, etc., payable	13	
14 Mortgages and notes payable (attach statement)	14	
15 Other liabilities (attach statement)	15	
16 Total liabilities (add lines 12 through 15)	16	191,058
Fund Balances or Net Assets		
17 Total fund balances or net assets	17	1,875,141
18 Total liabilities and fund balances or net assets (add lines 16 and 17)	18	2,066,199

Part VII Annual Filing Requirements (see instructions)

Certain organizations aren't required to file an information return. If you are granted tax-exemption, are you ☐ Yes ☒ No claiming to be excused from filing an information return? If "Yes," explain in an attachment.

If you fail to file a required information return for three consecutive years, your exempt status will be revoked.

Part VIII Information Regarding Notification Requirement Under Section 506

Most organizations operating under section 501(c)(4) are required to notify the IRS that they are operating under section 501(c)(4) within 60 days of formation by filing Form 8976, Notice of Intent to Operate Under Section 501(c)(4). If an organization doesn't submit a timely notification, a penalty will be assessed. Submission of Form 1024-A doesn't satisfy the requirement to provide notice to the IRS. See instructions for additional information regarding the notification requirement.

Part IX User Fee Information and Signature

You must include Form 8718 and the correct user fee payment with this application. If you don't submit the correct user fee, we won't process the application and we will return it to you. Your check or money order must be made payable to the United States Treasury. User fees are subject to change. Check our website at www.irs.gov and type "User Fee" in the keyword box, or call Customer Account Services at 877-829-5500 for current information. Also, attach Form 2848, if the application is signed by a person authorized by power of attorney.

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

Please
Sign
Here

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

Nina Turner

(Type or print name of signer)

10-10-18

(Date)

President

(Type or print title or authority of signer)