CREATIVE
PORTLAND ME

Board of Directors Meeting

(Annual Meeting)
Wednesday, November 5, 2014
3:30 to 5:00 p.m.
Portland Ballet Studio Theater
517 Forest Avenue, Portland, Maine

AGENDA

1. Welcome & President's Comments (Kornhauser)

2. Consent Agenda (Kornhauser)
    a. Executive Director's report
    b. Financial update
    c. October minutes
        i. **ACTION**: Vote to accept Consent Agenda

3. Financials (Bass)
    a. Independent FY14 Financial Review & FY14 990
        i. **ACTION:** Vote to accept Review

4. Governance (Kornhauser)
    a. Nomination of 2015 Officers for Creative Portland Board of Directors
        i. **ACTION:** Vote on Officer slate nomination
    b. Nomination of Pat May to Creative Portland Board of Directors
        i. **ACTION**: Vote on board member nomination
    c. Annual Meeting with Portland City Council
        i. **ACTION:** Vote to set the date as November 17, 2014

5. Presentation: SidexSide $1.9M Grant from US Dept of Education

6. Next full board meeting – February 4, 2015

Executive Director's Report: November 2014

ADMINISTRATION/FUNDRAISING: We are working with a pro bono designer to develop marketing and collateral materials that can be used for general distribution, partner development and fundraising. These full-color rack cards will show Creative Portland as the umbrella organization that is supporting these various programs: FFAW, LiveWorkPortland, 2 Degrees, Find Your Space, etc. We are also updating our materials so that programs are clearly identified as projects of Creative Portland.

STRATEGIC DIRECTION/BOARD RETREAT: As a follow-up to the Board's conversation around gentrification at the Retreat, we will apply to the US EPA for a technical assistance grant around "supporting equitable development." The purpose will be to work with experts to guide a community discussion around Portland's needs and priorities regarding equitable development. We are reaching out to the City, the Portland Society of Architects, the Portland Regional Chamber and Portland Adult Ed, initially, to help with the proposal. If we receive the EPA's assistance, we will have to reach out much more broadly to a wide variety of stakeholders.

FIRST FRIDAY ART WALK: We continue to work with a USM undergraduate class in cultural tourism to survey over Art Walk attendees about their experiences with the Art Walk. Their project will be complete in early December. The Art Walk committee is also hoping to expanding the survey reach by sending out online surveys in November.

Jess Lipton is working with PDD on the closure of Congress Street for the December Art Walk. She has pulled together community members to talk about what type of programming will be possible during the closure.

LIVEWORK PORTLAND_TALENT RECRUITERS: I spoke on October 28 to the Diversity Hiring Coalition of SHRM (the Society of Human Resource Managers) to update them on Creative Portland's work around talent attraction. I shared with them the recent publication by DCI, a national consulting firm, highlighting our work as one of 10 top tips for attracting talent to the region. As a result, I will be working closely with other companies and organizations interested in this work.

TWO DEGREES PORTLAND: The next event will be held on **November 5 at Portland Ballet Studio Theater** and will likely focus on the need for creative space in Portland. **Please join us. We need more identified "connectors" to help with the volume of newcomers to these events.** The 4th anniversary of 2 Degrees will be in January 2015 and we are looking for a special place to celebrate and learn about the impact and outcomes of the program.

BLOOMBERG TEMP ART CHALLENGE: I am working with the Portland Planning Department and the Mayor's Office on a possible application to Bloomberg Philanthropies for their challenge to US Mayors in cities with a population of 30K or higher. We have gathered a group of stakeholders and are weighing the pros and cons of how best to apply, if at all. The deadline is December 15.

WORLD AFFAIRS COUNCIL (Immigrant Outreach): We are working with Tim Honey and the World Affairs Council to develop a research project to determine who is active in arts and cultural activities in the immigrant communities. We expect to conduct a workshop in May 2015 that will culminate with the May Art Walk and are working with artist Pamela Moulton on a community art project to complement the theme.

UNESCO APPLICATION: We are working with the Mayor's Food Initiative to explore the idea of applying for membership in the UNESCO Creative Cities Network under the heading of "gastronomy." If we apply, a consultant will be hired to manage the process. The application is due in March 2015. Please let me know if you have any questions about this process and program.

PORTLAND BRANDING: Work has started with David Puelle (who led the City's brand system) on the relocation guide for Portland. After lining up the funding, next steps will be pulling together the various partners (City, CVB, PDD and the Chamber) to talk about the content and art direction.

LIVEWORK PORTLAND_WEBSITE: I have hired a freelance writer to update the site in detail. She will be working on edits over the next few weeks. **If anyone has suggestions or questions, now is the time to ask. Please email me.**

ASSETS FOR ARTISTS: We are applying again this fall for a CDBG grant from the City of Portland to work with Mass MoCA and CEI for the second time. If funded, we will announce the opportunity next summer to have our second cohort of eligible Portland artist-entrepreneurs receive free financial and business training.

WORK IN PLACE SUMMIT: Andy Graham and I are working with a small planning group to host a national summit in Portland in the fall of 2015 to focus on the people who live remotely from the companies who employ them. We suspect that there are many people in that situation in the Portland area and want to learn more about their contributions and needs for support.

OUTREACH/PARTNERSHIPS:

- I spoke at the Lift360 conference on Friday October 3.
- I spoke to the Westbrook Arts and Cultural Alliance on 21.
- I am on the planning team for the next **Maine Start-Up and Create Week** that will be held the third week of June 2015 in Portland.
- I continue to be involved in the Mayor's two initiatives: **Portland ConnectED** and **Growing Portland**.
- I am also still on the boards of the Greater Portland Economic Development Corporation, the GP Convention and Visitors Bureau, and on the Chamber's Economic and City Affairs committee.

Please contact me if you have any questions or would like more details about any of the above.

Creative Portland
Balance Sheet
As of September 30, 2014

	Sep 30, 14
ASSETS	
Current Assets	
Checking/Savings	
1010 · Creative Portland Checking	72,673.20
1015 · Petty Cash	287.43
1030 · Investment Account	473.46
Total Checking/Savings	73,434.09
Accounts Receivable	
1100 · Accounts Receivable	6,250.00
Total Accounts Receivable	6,250.00
Other Current Assets	
1300 · Security Deposit	600.00
Total Other Current Assets	600.00
Total Current Assets	80,284.09
Fixed Assets	
1400 · Fixed Assets	
1410 · Equipment	1,590.90
1420 · Accumulated Depreciation	(1,016.38)
Total 1400 · Fixed Assets	574.52
Total Fixed Assets	574.52
TOTAL ASSETS	**80,858.61**
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Other Current Liabilities	
2106-01 · Accrued Earned Time	2,000.12
Total Other Current Liabilities	2,000.12
Total Current Liabilities	2,000.12
Total Liabilities	2,000.12
Equity	
31000 · Unrest'd Net Assets	
31100 · Unrest'd Undesignated NA	30,555.59
Total 31000 · Unrest'd Net Assets	30,555.59
32000 · Temporarily Rest'd Net Assets	8,500.00

Creative Portland
Balance Sheet
As of September 30, 2014

	Sep 30, 14
Net Income	39,802.90
Total Equity	78,858.49
TOTAL LIABILITIES & EQUITY	**80,858.61**

Creative Portland
Profit & Loss Budget vs. Actual FY14
July through September 2014

	Jul - Sep 14	Budget	$ Over Budget
Ordinary Income/Expense			
Income			
4100 · Operations (unrestricted)			
4110 · Annual Fund			
4113 · Portland Framed Event	500.00	-	500.00
4110 · Annual Fund - Other	100.00	9,500.00	(9,400.00)
Total 4110 · Annual Fund	600.00	9,500.00	(8,900.00)
4114 · Special Event	-	15,000.00	(15,000.00)
4115 · Arts District TIF Funding	50,000.00	100,000.00	(50,000.00)
4120 · Business Partnerships	-	10,000.00	(10,000.00)
4140 · Corporate Sponsorships	10,000.00	25,000.00	(15,000.00)
Total 4100 · Operations (unrestricted)	60,600.00	159,500.00	(98,900.00)
4200 · Programs (restricted)			
4250 · PEDPIP Committee Match	-	21,000.00	(21,000.00)
4270 · Grants & Foundations	10,000.00	15,000.00	(5,000.00)
Total 4200 · Programs (restricted)	10,000.00	36,000.00	(26,000.00)
4300 · Other	400.02		
5100 · Fiscal Sponsorship Fees			
5140 · Maine Startup	10,000.00		
5150 · Peaks Creative Coalition	4,500.00		
Total 5100 · Fiscal Sponsorship Fees	14,500.00		
Total Income	85,500.02	195,500.00	(109,999.98)
Expense			
7100 · Personnel			
7101 · Executive Director	12,461.46	60,000.00	(47,538.54)
7102 · Program Assistant	3,262.50	18,000.00	(14,737.50)
7103 · Employee Benefits	3,334.79	16,500.00	(13,165.21)
7104 · Payroll Fee	259.90	1,200.00	(940.10)
7105 · Payroll Taxes	1,099.64	7,000.00	(5,900.36)
Total 7100 · Personnel	20,418.29	102,700.00	(82,281.71)
7500 · Professional Services			
7520 · Graphic Design	2,700.00	15,100.00	(12,400.00)
7530 · Legal Fees	-	70.00	(70.00)
7540 · Photography & Video	1,000.00	150.00	850.00
7545 · Project Management	2,000.00	12,000.00	(10,000.00)
7560 · Accounting	2,187.50	12,000.00	(9,812.50)
7570 · Technical Support	-	1,500.00	(1,500.00)
7575 · Website Editing and Bloggin	100.00	13,170.00	(13,070.00)
7580 · Other	-	2,000.00	(2,000.00)

Creative Portland
Profit & Loss Budget vs. Actual FY14
July through September 2014

	Jul - Sep 14	Budget	$ Over Budget
Total 7500 · Professional Services	7,987.50	55,990.00	(48,002.50)
8110 · Rent			
8111 · Office Rent	1,200.00	7,200.00	(6,000.00)
8112 · Electricity	44.62	250.00	(205.38)
8110 · Rent - Other	600.00		
Total 8110 · Rent	1,844.62	7,450.00	(5,605.38)
8120 · Telecommunications			
8122 · Cell Phone Reimbursements	40.00	480.00	(440.00)
8123 · Landline	56.70	400.00	(343.30)
8125 · Email	105.00		
8126 · Internet	46.96	600.00	(553.04)
8127 · Other	119.88	125.00	(5.12)
Total 8120 · Telecommunications	368.54	1,605.00	(1,236.46)
8130 · Printing and Reproduction	-	11,850.00	(11,850.00)
8140 · Food and Venue			
8141 · Venue	-	7,200.00	(7,200.00)
8142 · Food	171.85	4,900.00	(4,728.15)
Total 8140 · Food and Venue	171.85	12,100.00	(11,928.15)
8170 · Supplies & Equipment			
8171 · Major Equipment & Furniture	-	2,500.00	(2,500.00)
8172 · Office Supplies	65.90	1,500.00	(1,434.10)
8170 · Supplies & Equipment - Other	-	2,700.00	(2,700.00)
Total 8170 · Supplies & Equipment	65.90	6,700.00	(6,634.10)
8180 · Postage and Delivery	5.95	300.00	(294.05)
8200 · Professional Development			
8210 · Staff Development	167.00	1,750.00	(1,583.00)
Total 8200 · Professional Development	167.00	1,750.00	(1,583.00)
8230 · Dues & Memberships	200.00	1,000.00	(800.00)
8235 · Board Expense	10.09	30.00	(19.91)
8240 · Insurance			
8241 · Workmen's Compensation	146.25	600.00	(453.75)
8242 · D & O	-	1,100.00	(1,100.00)
8243 · General Liability Insurance	-	2,700.00	(2,700.00)
Total 8240 · Insurance	146.25	4,400.00	(4,253.75)
8260 · Marketing			
8261 · Advertising	1.00	-	1.00
8260 · Marketing - Other	275.00	780.00	(505.00)
Total 8260 · Marketing	276.00	780.00	(504.00)

Creative Portland
Profit & Loss Budget vs. Actual FY14
July through September 2014

	Jul - Sep 14	Budget	$ Over Budget
8270 · Depreciation Expense	132.57	500.00	(367.43)
8400 · Miscellaneous	-	1,000.00	(1,000.00)
8600 · Write-offs	29.55		
9000 · Fiscal Sponsor			
9600 · Maine Startup and Create Week	9,500.00		
9700 · Peaks Creative Coalition	4,275.00		
Total 9000 · Fiscal Sponsor	13,775.00		
9500 · Temporary Distribution	98.01		
Total Expense	45,697.12	208,155.00	(162,457.88)
Net Ordinary Income	39,802.90	(12,655.00)	52,457.90
Net Income	**39,802.90**	**(12,655.00)**	**52,457.90**

CREATIVE PORTLAND CORPORATION

Financial Report

June 30, 2014

CONTENTS

Independent Accountants' Review Report

Creative Portland Corporation
Portland, Maine

We have reviewed the accompanying statement of financial position of Creative Portland Corporation (a nonprofit organization) as of June 30, 2014 and the related statements of activities, and cash flows for the year then ended. A review includes primarily applying analytical procedures to management's financial data and making inquiries of Corporation management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

Our responsibility is to conduct the review in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. Those standards require us to perform procedures to obtain limited assurance that there are no material modifications that should be made to the financial statements. We believe that the results of our procedures provide a reasonable basis for our report.

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.

Macpage LLC

South Portland, Maine
October 28, 2014

Statement of Financial Position

June 30, 2014

ASSETS		
Current Assets		
Cash and cash equivalents	$	22,396
Contributions receivable		19,875
Other current assets		600
Total Current Assets		42,871
Property and Equipment		
Equipment		1,591
		1,591
Accumulated depreciation		884
Total Property and Equipment		707
Other Assets		
Investments - long-term		473
Total Assets	$	44,051
LIABILITIES AND NET ASSETS		
Current Liabilities		
Accounts payable and accrued expenses	$	1,214
Accrued payroll and payroll taxes		3,782
Total Current Liabilities		4,996
Total Liabilities		4,996
Net Assets		
Unrestricted net assets		30,555
Temporarily restricted		8,500
		39,055
Total Liabilities and Net Assets	$	44,051

See independent accountants' review report.
The accompanying notes are an integral part of these financial statements.

Statement of Activities

Year Ended June 30, 2014

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Operating Revenue				
Revenues and releases				
Annual fund	$ 21,014			$ 21,014
Arts District TIF Funding	100,000			100,000
Business partnerships	6,250			6,250
Corporate sponsorships	10,000			10,000
Programs	68,981	$ 17,500		86,481
Interest	39			39
Other income	12,630			12,630
Net assets released from restriction	9,000	(9,000)		
Total Revenues and Releases	227,914	8,500		236,414
Expenses				
Personnel	78,971			78,971
Payroll taxes	5,429			5,429
Benefits	12,716			12,716
Professional services	17,986			17,986
Rent	4,975			4,975
Utilities	221			221
Bank Service charges	34			34
Telecommunications	1,168			1,168
Printing and reproduction	624			624
Travel	6			6
Food and venue	7,354			7,354
Supplies	5,671			5,671
Equipment	566			566
Postage and delivery	217			217
Legal fees	70			70
Professional development	378			378
Dues	795			795
Board expense	29			29
Insurance	4,045			4,045
Advertising	765			765
Depreciation expense	530			530
Projects	66,092			66,092
First Friday Art Walk	8,904			8,904
Total Expenses	217,546			217,546
Change in Net Assets	10,368	8,500		18,868
Net Assets, Beginning of Year	20,187			20,187
Net Assets, End of Year	$ 30,555	$ 8,500	$ -	$ 39,055

See independent accountants' review report.
The accompanying notes are an integral part of these financial statements.

Statement of Cash Flows

Year Ended June 30, 2014

Cash flows from operating activities:	
Change in net assets	$ 18,868
Adjustments to reconcile change in net assets to net cash flows provided by operating activities:	
Depreciation	530
(Increase) decrease in operating assets:	
Accounts receivable	3,523
Other current assets	(600)
Increase (decrease) in operating liabilities:	
Accounts payable and accrued expenses	(10,793)
Total adjustments	(7,340)
Net cash flows from operating activities	11,528
Cash flows from investing activities:	
Purchases of investments	(473)
Net cash flows from investing activities	(473)
Net increase in cash and cash equivalents	11,055
Cash and cash equivalents at beginning of year	11,341
Cash and cash equivalents at end of year	$ 22,396

See independent accountants' review report.
The accompanying notes are an integral part of these financial statements.

Notes to Financial Statements

June 30, 2014

NOTE 1 – NATURE OF THE CORPORATION AND SIGNIFICANT ACCOUNTING POLICIES

Nature of the Corporation

Creative Portland Corporation (CPC), established November 2008, is a non-profit organization created to receive donations, grants and contributions in support of the City of Portland's economic development efforts which enhance and create economic business and arts district development and employment opportunities.

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles. Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Corporation and changes therein are classified and reported as follows:

Unrestricted net assets – Net assets that are not subject to donor-imposed stipulations.

Temporarily restricted net assets – Net assets subject to donor-imposed stipulations that may or will be met, either by actions of the Corporation and/or the passage of time. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Permanently restricted net assets – Net assets resulting from contributions and other inflows of assets whose use by CPC is limited by donor-imposed stipulations that neither expire by passage of time nor can be fulfilled or otherwise removed by actions of CPC. CPC had no permanently restricted net assets as of June 30, 2014.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Revenue Recognition

Support and revenue are accounted for under the accrual method of accounting which requires revenue to be recorded in the period it is earned. Contributions and grants are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restriction.

Accounts Receivable

Accounts receivable are stated at the amount management expects to collect from balances outstanding at year-end. No allowance has been provided for these receivables as management considers them to be fully collectible.

Investments

Investments are carried at fair value, and realized and unrealized gains and losses are allocated to unrestricted and temporarily restricted net assets based on donor stipulations as reflected in the statement of activities.

Notes to Financial Statements

June 30, 2014

NOTE 1 – NATURE OF THE CORPORATION AND SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Property and Equipment

Property and equipment are stated at cost. CPC capitalizes all expenditures in excess of $1,000 for property and equipment. Depreciation of property and equipment is computed on accelerated and straight-line methods with lives varying from three to five years.

Fair Value Measurements

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. In determining fair value, CPC uses various methods including market, income and cost approaches. Based on these approaches, CPC often utilizes certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable inputs. CPC utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the observability of the inputs used in the valuation techniques, CPC is required to provide the following information according to the fair value hierarchy.

The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

> Level 1 – Unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. The type of investments included in Level 1 include listed equities and listed derivatives.
>
> Level 2 – Inputs other than quoted prices within Level 1 that are observable for the asset or liability, either directly or indirectly; and fair value is determined through the use of models or other valuation methodologies. Investments which are generally included in this category include corporate bonds and loans, less liquid and restricted equity securities and certain over-the-counter derivatives. A significant adjustment to a Level 2 input could result in the Level 2 measurement becoming a Level 3 measurement.
>
> Level 3 – Inputs are unobservable for the asset or liability and include situations where there is little, if any, market activity for the asset or liability. The inputs into the determination of fair value are based upon the best information in the circumstances and may require significant management judgment or estimation. Investments that are included in this category generally include equity and debt positions in private companies.
>
> CDC determined that the investments were a Level 1 as they are equity investments based on quoted prices in active markets.

Contributions

Contributions, including unconditional promises to give, are recorded as made. All contributions are available for unrestricted use unless specifically restricted by the donor. Conditional promises to give are recognized when the conditions on which they depend are substantially met. Unconditional promises to give due in the next year are recorded at their net realizable value. Unconditional promises to give due in subsequent years are reported at the present value of their net realizable value, using risk-free interest rates.

Notes to Financial Statements

June 30, 2014

NOTE 1 – NATURE OF THE CORPORATION AND SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

Functional Expenses

CPC allocates its expenses on a functional basis among various programs. Accordingly, certain costs have been allocated among the programs and supporting services benefited. CPC incurred $143,454 in program related expenses, $28,994 in administrative expenses and $45,098 in fundraising expenses during the year ended June 30, 2014.

Income Taxes

CPC is exempt from income taxes under Internal Revenue Code Section 501(c)(3).

Management has evaluated CPC's tax positions and concluded that CPC had taken no uncertain tax positions that required adjustment to the financial statements. When necessary, CPC accounts for interest and penalties related to uncertain tax positions as part of its provision for federal and state income taxes. CPC is currently open to audit under the statute of limitations by the Internal Revenue Service and state taxing authorities for the years ended June 30, 2011 through June 30, 2014.

Statements of Cash Flows

For purposes of the Statement of Cash Flows, the Corporation considers all cash and other highly liquid instruments with initial maturities of three months or less to be cash equivalents.

Advertising

CPC expenses advertising costs as they are incurred. Advertising expenses amount to $765 for the year ended June 30, 2014.

NOTE 2 – CASH AND CASH EQUIVALENTS

CPC maintains cash in bank deposit accounts that may at times exceed federally insured limits. CPC has not experienced any losses in these accounts and believes that it is not exposed to any significant risk on cash or cash equivalents.

NOTE 3 – TEMPORARILY RESTRICTED NET ASSETS

The following is a summary of the nature of restrictions on temporary restricted net assets at June 30, 2014:

Restricted grants for programs	$ 8,500

NOTE 4 – OPERATING LEASE

The Corporation has a one-year operating lease for office space in Portland, Maine, expiring on November 30, 2014. Monthly rent is $600 and rent expense for the year ended June 30, 2014 was $4,975.

Future minimum payments remaining under these operating leases for year ended June 30, 2014 is as follows:

2015	$ 3,000

See independent accountants' review report.

Notes to Financial Statements

June 30, 2014

NOTE 5 – FAIR VALUE MEASUREMENTS

Fair values of assets measured on a recurring basis at June 30, 2014, are as follows:

		Fair Value of Measurements at Reporting Date		
	Fair Value	Level 1	Level 2	Level 3
Equities	$ 473	$ 473	$ -	$ -

NOTE 6 – SUBSEQUENT EVENTS

Management has evaluated subsequent events to and including October 28, 2014, which represents the date the financial statements were available to be issued and determined that any subsequent events that would require recognition or disclosure have been considered in the preparation of these financial statements.

Form **990**

Department of the Treasury
Internal Revenue Service

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*.

OMB No. 1545-0047

2013

Open to Public Inspection

A For the 2013 calendar year, or tax year beginning July 1 **, 2013, and ending** June 30 **, 20** 14

B Check if applicable:
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Terminated
- ☐ Amended return
- ☐ Application pending

C Name of organization Creative Portland Corporation

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address) P.O. Box 4675 Room/suite

City or town, state or province, country, and ZIP or foreign postal code Portland, ME 04112

D Employer identification number 27-0843775

E Telephone number 207-776-5378

G Gross receipts $ 236,413

F Name and address of principal officer: Jennifer Hutchins, P.O. Box 4675, Portland, ME 04112

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 ☐ 527

J Website: ▶ www.liveworkportland.org

H(c) Group exemption number ▶

K Form of organization: ☑ Corporation ☐ Trust ☐ Association ☐ Other ▶ **L** Year of formation: 2010 **M** State of legal domicile: ME

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: Creative Portland is a nonprofit organization that leverages, grows and sustains Portland's creative industries, enterprises, and workforce. As the City's official local arts agency, we also pay particular attention to supporting artists and cultural institutions central to Portland's identity,economy & community.

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	19
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	0
5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	2
6	Total number of volunteers (estimate if necessary)	6	25
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0

		Prior Year	Current Year
Revenue			
8	Contributions and grants (Part VIII, line 1h)	251294	132402
9	Program service revenue (Part VIII, line 2g)	2200	86981
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)		39
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		16991
12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	253494	236413
Expenses			
13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)		9149
14	Benefits paid to or for members (Part IX, column (A), line 4)		0
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	94026	95888
16a	Professional fundraising fees (Part IX, column (A), line 11e)		
b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 41830		
17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	143789	112508
18	Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	237815	217545
19	Revenue less expenses. Subtract line 18 from line 12	15679	18868

Net Assets or Fund Balances		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	35976	44051
21	Total liabilities (Part X, line 26)	15789	4996
22	Net assets or fund balances. Subtract line 21 from line 20	20187	39055

Part II Signature Block

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

Sign Here

▶ Signature of officer Date

▶ Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☑ if self-employed	PTIN
Nina Oatley Walsh				

Firm's name ▶ Basic Bookkeeping Services Firm's EIN ▶ 009542287

Firm's address ▶ 10 Firefly Lane, North Yarmouth, ME 04097 Phone no. 207-415-0880

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

Part III **Statement of Program Service Accomplishments**

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

1 Briefly describe the organization's mission:

Creative Portland is a nonprofit organization that leverages, grows and sustains Portland's creative industries, enterprises, and workforce. As the City's official local arts agency, we also pay particular attention to supporting artists and cultural institutions central to Portland's identity,economy & community.

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

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

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

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

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

4a (Code:) (Expenses $ 40425 including grants of $) (Revenue $ 40750)

Creative Space -

4b (Code:) (Expenses $ 12809 including grants of $) (Revenue $ 14911)

2 Degrees

A Program offered on the LiveWorkPortland website, connecting those wishing to move and connect with Portlanders with like socio/work backgrounds.

4c (Code:) (Expenses $ 10405 including grants of $) (Revenue $ 20500)

First Friday Art Walk

Opened the doors of Portland's visual arts community by joining together and introducing a wide audience to the unique vitality of the artists and venues of Portland through monthly arts festivals. Estimated total attendees: 2,500 visiting 70 shops, galleries and restaurants each month.

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

(Expenses $ 10690 including grants of $) (Revenue $ 19440)

4e Total program service expenses ▶ 74329

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*	1		✓
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	✓	
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*	3		✓
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*	4		✓
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*	5		✓
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*	6		✓
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*	7		✓
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		✓
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*	9		✓
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*	10		✓
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*	11a		✓
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*	11b		✓
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*	11c		✓
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*	11d		✓
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	✓	
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*	11f		✓
12 a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a		✓
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*	12b		✓
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		✓
14 a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		✓
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*	14b		✓
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*	15		✓
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*	16		✓
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)*	17		✓
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*	18	✓	
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*	19		✓
20 a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		✓
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		✓
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		✓
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		✓
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		✓
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		✓
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		✓
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		✓
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		✓
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		✓
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		✓
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		✓
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		✓
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30	✓	
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		✓
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		✓
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		✓
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34		✓
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		✓
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		✓
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		✓
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	✓	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	13		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	✓	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	3		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b	✓	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?		3a		✓
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation in Schedule O*		3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a		✓
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.				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		✓
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		✓
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		6a		✓
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7a		✓
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		✓
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		✓
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		✓
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g		✓
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h		
8	**Sponsoring organizations maintaining donor advised funds 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?		8		✓
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the organization make any taxable distributions under section 4966?		9a		✓
b	Did the organization make a distribution to a donor, donor advisor, or related person?		9b		✓
10	**Section 501(c)(7) organizations.** Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	**Section 501(c)(12) organizations.** Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?		12a		✓
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**				
a	Is the organization licensed to issue qualified health plans in more than one state?		13a		✓
	Note. See the instructions for additional information the organization must report on Schedule O.				
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?		14a		✓
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
1a	Enter the number of voting members of the governing body at the end of the tax year . . 1a 19 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.			
b	Enter the number of voting members included in line 1a, above, who are independent . 1b 0			
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?	2		✓
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?	3		✓
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		✓
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5		✓
6	Did the organization have members or stockholders?	6		✓
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a		✓
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b		✓
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:			
a	The governing body?	8a	✓	
b	Each committee with authority to act on behalf of the governing body?	8b	✓	
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*	9		✓

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ Maine

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

☐ Own website ☐ Another's website ☑ Upon request ☐ Other *(explain in Schedule O)*

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ▶ Jennifer Hutchins, 142 High Street, Portland, ME 207-776-5378

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(1) Alice Kornhauser, President 175 Ashmont St., Portland, ME 04103	2			✓						
(2) Kathleen McKeen, Vice President 17 Wildwood Circle, Portland, ME 04103	1			✓						
(3) Peter Bass, Treasurer 795 Congress Street, Portland, ME 04101	1			✓						
(4) Andrew Graham, Past President 14 Industrial Way, Portland, ME 04103	1			✓						
(5) Sondra Bogdonoff USM, PO Box 9300, Portland, ME 04104	.5			✓						
(6) Ezekiel Callanan 533 Congress St., Portland, ME 04101	.5			✓						
(7) Patrick Costin One Canal Plaza, Portland, ME 04101	.5			✓						
(8) Robert Cote Key Bank, One Canal Plaza, Portland, ME 04101	.5			✓						
(9) Randy Ferrell Keller Williams 50 Sewall St., Portland, ME 04102	.5			✓						
(10) Arthur Fink 145 Newbury Street, Portland, ME 04101	.5			✓						
(11) Penny Harris P.O. Box 2862, South Portland, ME 04116	1			✓						
(12) Tim Honey 215 High Street, Unit 103, South Portland, ME 041	.5			✓						
(13) Alex Jaegerman City of Portland, 389 Congress St., Portland, ME 04	.5			✓						
(14) Kristen Levesque Portland Museum of Art, 7 Congress Sq, Portland	.5			✓						

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: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(15) David Marshall 41 Pine Street, Apt 1, Portland, ME 0410	.5			✓						
(16) Greg Mitchell City of Portland, 389 Congress St., Portland ME	.5			✓						
(17) Eugenia O'Brien 517 Forest Ave., #2, Portland, ME 04101	.5			✓						
(18) Matty Pottenger City of Portland, 389 Congress St, Portland, ME	.5			✓						
(19) Mark Rubin 373 Broadway, South Portland, ME 04106	.5			✓						
(20) Jennifer Hutchins, Executive Director 33 Chamberlain Ave., Portland, ME 04102	40				✓			53169		
(21)										
(22)										
(23)										
(24)										
(25)										

	(D)	(E)	(F)
1b Sub-total . . . ▶	53169		
c Total from continuation sheets to Part VII, Section A . . . ▶			
d Total (add lines 1b and 1c) . . . ▶	53169		

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 ▶ 0

		Yes	No
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*	3		✓
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*	4		✓
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*	5		✓

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
None		

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

Part VIII **Statement of Revenue**

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

Section	Line	Description	Ref	Amount	(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c	9255				
	d	Related organizations	1d					
	e	Government grants (contributions)	1e	100,000				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	23147				
	g	Noncash contributions included in lines 1a-1f: $		3875				
	h	**Total.** Add lines 1a–1f ▶			132402			
Program Service Revenue				Business Code				
	2a	Creative Space		713990	40750	40750		
	b	First Friday Art Walk		713990	20500	20500		
	c	2 Degrees		713990	14911	14911		
	d	LiveWorkPortland		713990	5000	5000		
	e	Assets for Artists		713990	5484	5484		
	f	All other program service revenue		713990	336	336		
	g	**Total.** Add lines 2a–2f ▶			86981			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶			39			39
	4	Income from investment of tax-exempt bond proceeds ▶						
	5	Royalties ▶						
			(i) Real	(ii) Personal				
	6a	Gross rents						
	b	Less: rental expenses						
	c	Rental income or (loss)						
	d	Net rental income or (loss) ▶						
			(i) Securities	(ii) Other				
	7a	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) ▶						
	8a	Gross income from fundraising events (not including $ 9255 of contributions reported on line 1c). See Part IV, line 18	a	7361				
	b	Less: direct expenses	b					
	c	Net income or (loss) from fundraising events ▶			7361			7361
	9a	Gross income from gaming activities. See Part IV, line 19	a					
	b	Less: direct expenses	b					
	c	Net income or (loss) from gaming activities ▶						
	10a	Gross sales of inventory, less returns and allowances	a					
	b	Less: cost of goods sold	b					
	c	Net income or (loss) from sales of inventory ▶						
		Miscellaneous Revenue		Business Code				
	11a	Fiscal Sponsorships		713990	9630			
	b							
	c							
	d	All other revenue			9630	9630		
	e	**Total.** Add lines 11a–11d ▶			9630			
	12	**Total revenue.** See instructions. ▶			236413	96611	0	7400

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	9149	9149		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22 . . .	0	0		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16 . .	0	0		
4 Benefits paid to or for members	0	0		
5 Compensation of current officers, directors, trustees, and key employees	74529	37916	18111	18502
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . .				
7 Other salaries and wages	15930	11948	796	3186
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes	5429	2993	1134	1302
11 Fees for services (non-employees):				
a Management				
b Legal	70	39	15	16
c Accounting	9981	5502	2086	2393
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.) . .	71179	71179	0	0
12 Advertising and promotion	953	408	224	321
13 Office expenses	4579	2304	958	1317
14 Information technology	695	384	145	166
15 Royalties				
16 Occupancy	5196	2864	1086	1246
17 Travel	385	0	385	0
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings .	1610	1582	0	28
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization .	530	292	111	127
23 Insurance	4045	2230	845	970
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 Filing Fees	425	425	0	0
b Fundraising Expenses	12065	0	0	12065
c Dues & Memberships	795	438	166	191
d				
e All other expenses				
25 **Total functional expenses.** Add lines 1 through 24e	217545	149653	26062	41830
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

				(A) Beginning of year		(B) End of year
Assets	1	Cash—non-interest-bearing		11341	1	22396
	2	Savings and temporary cash investments			2	474
	3	Pledges and grants receivable, net			3	
	4	Accounts receivable, net		23398	4	19875
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L			6	
	7	Notes and loans receivable, net			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges			9	600
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 1591			
	b	Less: accumulated depreciation	10b 884	1237	10c	707
	11	Investments—publicly traded securities			11	
	12	Investments—other securities. See Part IV, line 11			12	
	13	Investments—program-related. See Part IV, line 11			13	
	14	Intangible assets			14	
	15	Other assets. See Part IV, line 11			15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		35976	16	44052
Liabilities	17	Accounts payable and accrued expenses		15789	17	1214
	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	3782
	26	**Total liabilities.** Add lines 17 through 25		15789	26	4996
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		4509	27	11688
	28	Temporarily restricted net assets			28	8500
	29	Permanently restricted net assets			29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ 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		15678	32	18868
	33	Total net assets or fund balances		20187	33	39055
	34	Total liabilities and net assets/fund balances		35976	34	44051

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	236413
2	Total expenses (must equal Part IX, column (A), line 25)	2	217545
3	Revenue less expenses. Subtract line 2 from line 1	3	18868
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	20187
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	39055

Part XII Financial Statements and Reporting

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

			Yes	No
1	Accounting method used to prepare the Form 990: ☐ Cash ☑ Accrual ☐ Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	✓	
	If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: ☑ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b		✓
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c		✓
	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?	3a		✓
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.	3b		