

Return of Organization Exempt From Income TaxUnder section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

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

2012**Open to Public
Inspection**Department of the Treasury
Internal Revenue Service**A For the 2012 calendar year, or tax year beginning** 7/01, **2012, and ending** 6/30, **2013****B** Check if applicable:

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

C
 CHILDREN'S CREATIVITY MUSEUM
 221 FOURTH STREET
 SAN FRANCISCO, CA 94103

D Employer Identification Number

94-3178735

E Telephone number

415-820-3320

G Gross receipts \$ 2,361,638.

F Name and address of principal officer: LANEY WHITCANACK
 SAME AS C ABOVE

H(a) Is this a group return for affiliates? ☐ Yes ☒ No**H(b)** Are all affiliates included?
If 'No,' attach a list. (see instructions) ☐ Yes ☐ No**I Tax-exempt status** ☒ 501(c)(3) ☐ 501(c) () (insert no.) ☐ 4947(a)(1) or ☐ 527**J Website:** WWW.CREATIVITY.ORG**H(c)** Group exemption number ▶**K Form of organization:** ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶**L Year of Formation:** 1998**M State of legal domicile:** CA**Part I Summary**

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: <u>THE CHILDREN'S CREATIVITY MUSEUM (CCM) IS SAN FRANCISCO'S HANDS-ON, DIGITAL MEDIA ARTS AND TECHNOLOGY EXPERIENCE FOR KIDS. OUR MISSION IS TO NURTURE THE 3CS OF 21ST-CENTURY SKILLS - CREATIVITY, COLLABORATION AND COMMUNICATION - IN ALL YOUTH AND FAMILIES.</u>		
	2 Check this box <input type="checkbox"/> 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	16
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	16
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	111
	6 Total number of volunteers (estimate if necessary)	6	35
	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.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	1,156,995.	1,524,253.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	725,879.	704,145.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	846.	-704.
	12 Total revenue — add lines 8 through 11 (must equal Part VIII, column (A), line 12)	60,905.	66,614.
		1,944,625.	2,294,308.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
	14 Benefits paid to or for members (Part IX, column (A), line 4)		
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,336,069.	1,362,141.
	16a Professional fundraising fees (Part IX, column (A), line 11e)		
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 260,102.		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	640,335.	1,162,074.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	1,976,404.	2,524,215.	
19 Revenue less expenses. Subtract line 18 from line 12	-31,779.	-229,907.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	629,090.	413,594.
	22 Net assets or fund balances. Subtract line 21 from line 20	80,275.	94,686.
		548,815.	318,908.

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	
	MICHAEL NOBLEZA		EXEC DIRECTOR	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed PTIN
	DOUGLAS W. REGALIA	DOUGLAS W. REGALIA		P00186389
	Firm's name ▶ REGALIA & ASSOCIATES, CPAS			
	Firm's address ▶ 103 TOWN & COUNTRY DR., STE. K DANVILLE, CA 94526	Firm's EIN ▶ 68-0260103		
		Phone no. (925) 314-0390		

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

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III. ☒ **X**

- 1 Briefly describe the organization's mission:

SEE SCHEDULE O

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

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

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

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

- 4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 752,623. including grants of \$) (Revenue \$)

EDUCATION

FIELD TRIPS: IN THE SPAN OF TWO BRIEF HOURS, STUDENTS LEARN THE BASICS OF CREATIVE EXPRESSION IN ONE OF SIX CREATIVE PROCESSES, INCLUDING STOP-MOTION CLAY ANIMATION AND MUSIC VIDEO PRODUCTION. STUDENTS WORK TOGETHER TO STORYBOARD; GENERATE ACTIONABLE IDEAS FOR PROJECTS; PROTOTYPE AND EXPERIMENT WITH MULTIMEDIA TOOLS; AND PRODUCE AND ASSESS THEIR OWN ORIGINAL COLLABORATIVE MEDIA ART PROJECTS. IN THE 2012-13 ACADEMIC YEAR, CCM WAS ABLE TO SERVE 6,572 K-12 STUDENTS AND TEACHERS WITH DIGITAL MEDIA PROJECT-BASED LEARNING. NEARLY 25 PERCENT OF THESE FIELD TRIPS WERE FEE-WAIVED, MAKING IT POSSIBLE FOR STUDENTS TO RECEIVE INNOVATIVE, DIGITAL ARTS AND TECHNOLOGY PROGRAMMING THAT THEY WOULD NOT HAVE OTHERWISE RECEIVED IN THE CLASSROOM.

(CONTINUED ON SCHEDULE O)

4b (Code:) (Expenses \$ 514,815. including grants of \$) (Revenue \$)

VISITOR EXPERIENCE

THE CHILDREN'S CREATIVITY MUSEUM SERVED A TOTAL OF 83,079 VISITORS THROUGH OUR GENERAL ADMISSIONS EXPERIENCE; THIS IS THE FIRST TIME WE HAVE SURPASSED THE 80K-MILESTONE IN OUR 15-YEAR HISTORY. OUR GREATEST GROWTH HAS BEEN IN OUR AUDIENCE OF VISITORS, AGES 5 AND UNDER - OUR NEXT GENERATION OF MUSEUM-GOERS. THE EXPANSION OF OUR AUDIENCE PROVIDES AN OPPORTUNITY FOR US TO BUILD ON OUR "CONTINUUM OF LEARNING," WHICH FOLLOWS THE PROGRESSIVE DEVELOPMENT OF CHILDREN FROM CREATIVE EXPLORATION TO CONFIDENCE TO EXPRESSION TO CREATIVE LEADERSHIP. OUR EDUCATION TEAM CONTINUES TO BUILD ON OUR "IMAGINE/CREATE/SHARE" FRAMEWORK FOR 21ST-CENTURY LEARNING, DRAWING FROM THE CUTTING-EDGE DESIGN THINKING OF PARTNERS LIKE IDEO AND STANFORD UNIVERSITY'S LEARNING, DESIGN, AND

(CONTINUED ON SCHEDULE O)

4c (Code:) (Expenses \$ 509,827. including grants of \$) (Revenue \$)

EXHIBITS

EXHIBITS & PROGRAMS: AT CCM, WE ARE TRANSFORMING THE WAY KIDS LEARN. WE MOVE FROM THE CONVENTIONAL CHILDREN'S MUSEUM APPROACH OF PLAY TO ONE OF INVENTION. WE SHIFT THE FOCUS FROM MEDIA CONSUMPTION TO MEDIA PRODUCTION. WE PROMOTE COLLABORATION OVER INDEPENDENCE AND ENGAGEMENT OVER ISOLATION. THESE PRINCIPLES - COMBINED WITH OUR EDUCATIONAL APPROACH THAT ENCOURAGES KIDS TO IMAGINE, CREATE AND SHARE - PROVIDE A NEW MODEL FOR NURTURING CORE 21ST-CENTURY SKILLS. EACH YEAR, WE SERVE APPROXIMATELY 90,000 KIDS AND FAMILIES THROUGH OUR HANDS-ON, INTERACTIVE EXHIBITS AND ACTIVITIES FOR AGES 2 TO 12. OFFERINGS INCLUDE: STOP-MOTION CLAY ANIMATION, MUSIC VIDEO PRODUCTION, DIGITAL VISUAL ART, AND GREEN-SCREEN LIVE PERFORMANCE.

(CONTINUED ON SCHEDULE O)

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

(Expenses \$ 236,478. including grants of \$) (Revenue \$)

4e Total program service expenses ▶ 2,013,743.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I		X
4 Section 501(c)(3) organizations Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If 'Yes,' complete Schedule C, Part III		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If 'Yes,' complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI	X	
b Did the organization report an amount for investments – other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VII		X
c Did the organization report an amount for investments – program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If 'Yes,' complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI and XII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If 'Yes,' complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If 'Yes,' complete Schedule G, Part I (see instructions)		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III		X
20a Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H		X
b If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If 'Yes,' complete Schedule I, Parts I and II.</i>		X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If 'Yes,' complete Schedule I, Parts I and III.</i>		X
23 Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If 'Yes,' complete Schedule J.</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, and that was issued after December 31, 2002? <i>If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25.</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?		
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? <i>If 'Yes,' complete Schedule L, Part I.</i>		X
25b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If 'Yes,' complete Schedule L, Part I.</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If 'Yes,' complete Schedule L, Part II.</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If 'Yes,' complete Schedule L, Part III.</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
28a A current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
28c 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? <i>If 'Yes,' complete Schedule L, Part IV.</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If 'Yes,' complete Schedule M.</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If 'Yes,' complete Schedule M.</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If 'Yes,' complete Schedule N, Part I.</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If 'Yes,' complete Schedule N, Part II.</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If 'Yes,' complete Schedule R, Part I.</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1.</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35b If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If 'Yes,' complete Schedule R, Part V, line 2.</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If 'Yes,' complete Schedule R, Part V, line 2.</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If 'Yes,' complete Schedule R, Part VI.</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

BAA

Form 990 (2012)

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V ☐

		Yes	No
1 a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1 a 13		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1 b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1 c	X	
2 a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2 a 111		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2 b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. (see instructions)			
3 a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3 a		X
b If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O.	3 b		
4 a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4 a		X
b If 'Yes,' enter the name of the foreign country: ► See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.			
5 a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5 a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5 b		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?	5 c		
6 a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6 a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6 b		
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?	7 a		X
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?	7 b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7 c		X
d If 'Yes,' indicate the number of Forms 8282 filed during the year.	7 d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7 e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7 f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7 g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7 h		
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?	9 a		
b Did the organization make a distribution to a donor, donor advisor, or related person?	9 b		
10 Section 501(c)(7) organizations. Enter:			
a Initiation fees and capital contributions included on Part VIII, line 12.	10 a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10 b		
11 Section 501(c)(12) organizations. Enter:			
a Gross income from members or shareholders.	11 a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11 b		
12 a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12 a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year.	12 b		
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?	13 a		
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.	13 b		
c Enter the amount of reserves on hand.	13 c		
14 a Did the organization receive any payments for indoor tanning services during the tax year?	14 a		X
b If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O.	14 b		

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 to any question in this Part VI. ☒**Section A. Governing Body and Management**

	Yes	No
1 a Enter the number of voting members of the governing body at the end of the tax year 1 a 16 If there are material differences in voting rights among members SEE SCH. O 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 1 b 16		
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		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? 3		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? 4		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets? 5		X
6 Did the organization have members or stockholders? 6		X
7 a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? 7 a		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or other persons other than the governing body? 7 b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body? 8 a	X	
b Each committee with authority to act on behalf of the governing body? 8 b	X	
9 Is there any officer, director or 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		X

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

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

Section C. Disclosure

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

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

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

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

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:

▶ KATE PIONTEK 221 FOURTH STREET SAN FRANCISCO CA 94103 415.820.3343

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1 a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) LANEY WHITCANACK CHAIR	2 0	X		X				0.	0.	0.
(2) MAI MAI WYTHES VICE CHAIR	2 0	X		X				0.	0.	0.
(3) JOHN GONZALEZ TREASURER	2 0	X		X				0.	0.	0.
(4) BILL RUSITZKY SECRETARY	2 0	X		X				0.	0.	0.
(5) NATE CHANG DIRECTOR	1.5 0	X						0.	0.	0.
(6) MARK DAVIS DIRECTOR	1.5 0	X						0.	0.	0.
(7) JAMIE GARDNER DIRECTOR	1.5 0	X						0.	0.	0.
(8) HELEN HAN DIRECTOR	1.5 0	X						0.	0.	0.
(9) CINDY JOHANSON DIRECTOR	1.5 0	X						0.	0.	0.
(10) MICHAEL C. MANKINS DIRECTOR	1.5 0	X						0.	0.	0.
(11) DANIELLE MERIDA DIRECTOR	1.5 0	X						0.	0.	0.
(12) CHRIS MOELLER DIRECTOR	1.5 0	X						0.	0.	0.
(13) JON MURCHINSON DIRECTOR	1.5 0	X						0.	0.	0.
(14) ANDY PROEHL DIRECTOR	1.5 0	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(15) CHRISTINA S. TURNER DIRECTOR	1.5 0	X					0.	0.	0.
(16) MELISSA WILLA DIRECTOR	1.5 0	X					0.	0.	0.
(17) MICHAEL NOBLEZA EXEC DIRECTOR	40 0			X			114,160.	0.	4,043.
(18)									
(19)									
(20)									
(21)									
(22)									
(23)									
(24)									
(25)									
1 b Sub-total							114,160.	0.	4,043.
c Total from continuation sheets to Part VII, Section A							0.	0.	0.
d Total (add lines 1b and 1c)							114,160.	0.	4,043.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **1**

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

	Yes	No
3		X
4		X
5		X

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? *If 'Yes' complete Schedule J for such individual.*

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.*

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation

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

Part VIII Statement of RevenueCheck if Schedule O contains a response to any question in this Part VIII. ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a				
	b Membership dues	1 b	115,165.			
	c Fundraising events	1 c				
	d Related organizations	1 d				
	e Government grants (contributions)	1 e	595,000.			
	f All other contributions, gifts, grants, and similar amounts not included above. . . .	1 f	814,088.			
	g Noncash contributions included in lns 1a-1f: \$		552,446.			
	h Total. Add lines 1a-1f.		1,524,253.			
PROGRAM SERVICE REVENUE	Business Code					
	2 a <u>ADMISSIONS</u>		337,940.	337,940.		
	b <u>CAROUSEL INCOME</u>		184,204.	184,204.		
	c <u>FACILITY RENTALS/PARTIES</u>		118,772.	118,772.		
	d <u>CAMPS/WORKSHOPS/FIELDTRIP</u>		53,692.	53,692.		
	e <u>OTHER INCOME</u>		9,537.	9,537.		
	f All other program service revenue					
	g Total. Add lines 2a-2f.		704,145.			
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts).		537.			537.
	4 Income from investment of tax-exempt bond proceeds . .					
	5 Royalties.					
	6 a Gross rents	(i) Real (ii) Personal				
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss).					
	7 a Gross amount from sales of assets other than inventory.	(i) Securities (ii) Other				
	b Less: cost or other basis and sales expenses					
	c Gain or (loss).		1,241.			
	d Net gain or (loss).		-1,241.	-1,241.		
	8 a Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18.	a				
	b Less: direct expenses	b				
	c Net income or (loss) from fundraising events.					
	9 a Gross income from gaming activities. See Part IV, line 19.	a				
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities.					
	10 a Gross sales of inventory, less returns and allowances.	a	132,703.			
b Less: cost of goods sold.	b	66,089.				
c Net income or (loss) from sales of inventory		66,614.			66,614.	
Miscellaneous Revenue Business Code						
11 a						
b						
c						
d All other revenue.						
e Total. Add lines 11a-11d.						
12 Total revenue. See instructions.		2,294,308.	702,904.	0.	67,151.	

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 to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.				
4 Benefits paid to or for members.				
5 Compensation of current officers, directors, trustees, and key employees.	114,160.	34,248.	22,832.	57,080.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0.	0.	0.	0.
7 Other salaries and wages.	1,033,361.	839,168.	119,913.	74,280.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions).				
9 Other employee benefits.	108,701.	72,610.	19,786.	16,305.
10 Payroll taxes.	105,919.	80,535.	13,018.	12,366.
11 Fees for services (non-employees):				
a Management.				
b Legal.				
c Accounting.	32,686.	1,980.	30,706.	
d Lobbying.				
e Professional fundraising services. See Part IV, line 17.				
f Investment management fees.				
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O.)	48,628.	11,191.	750.	36,687.
12 Advertising and promotion.	14,614.	5,501.		9,113.
13 Office expenses.	140,605.	115,224.	13,390.	11,991.
14 Information technology.	36,456.	31,892.		4,564.
15 Royalties.				
16 Occupancy.	44,415.	44,415.		
17 Travel.	8,829.	5,621.	188.	3,020.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.				
19 Conferences, conventions, and meetings.	11,713.	3,624.	46.	8,043.
20 Interest.				
21 Payments to affiliates.				
22 Depreciation, depletion, and amortization.	76,217.	76,217.		
23 Insurance.	25,841.	24,546.	1,295.	
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 IN KIND DONATIONS	552,446.	552,446.		
b MAINTENANCE/REPAIRS/SECURITY	67,659.	67,404.	255.	
c CAROUSEL MANAGEMENT FEE	59,495.	59,495.		
d EXHIBITS	23,712.	23,712.		
e All other expenses.	18,758.	-36,086.	28,191.	26,653.
25 Total functional expenses. Add lines 1 through 24e.	2,524,215.	2,013,743.	250,370.	260,102.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

Part X Balance SheetCheck if Schedule O contains a response to any question in this Part X ☐

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash — non-interest-bearing	69,437.	1	68,859.
	2 Savings and temporary cash investments	219,676.	2	155,649.
	3 Pledges and grants receivable, net	64,212.	3	5,585.
	4 Accounts receivable, net	15,607.	4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use	35,620.	8	33,187.
	9 Prepaid expenses and deferred charges	16,507.	9	17,840.
	10 a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10 a 662,447.		
	b Less: accumulated depreciation	10 b 529,973.	208,031.	10 c 132,474.
	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)	629,090.	16	413,594.	
LIABILITIES	17 Accounts payable and accrued expenses	73,206.	17	77,974.
	18 Grants payable		18	
	19 Deferred revenue	7,069.	19	16,712.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	80,275.	26	94,686.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	429,646.	27	278,742.
	28 Temporarily restricted net assets	119,169.	28	40,166.
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	548,815.	33	318,908.
	34 Total liabilities and net assets/fund balances	629,090.	34	413,594.

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Form 990 (2012)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI. ☐

1	Total revenue (must equal Part VIII, column (A), line 12).	1	2,294,308.
2	Total expenses (must equal Part IX, column (A), line 25).	2	2,524,215.
3	Revenue less expenses. Subtract line 2 from line 1.	3	-229,907.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)).	4	548,815.
5	Net unrealized gains (losses) on investments.	5	
6	Donated services and use of facilities.	6	
7	Investment expenses.	7	
8	Prior period adjustments.	8	
9	Other changes in net assets or fund balances (explain in Schedule O).	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B)).	10	318,908.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII. ☐

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____		
If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	X
If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:		
<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
b Were the organization's financial statements audited by an independent accountant?	2b	X
If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:		
<input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
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	X
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	X
b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b	

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Form 990 (2012)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization

CHILDREN'S CREATIVITY MUSEUM

Employer identification number

94-3178735

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

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

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

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

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

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

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

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

Schedule **A** (Form 990 or 990-EZ) 2012

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any 'unusual grants'.)	1,753,925.	1,292,433.	1,063,430.	1,156,995.	971,807.	6,238,590.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.						0.
3 The value of services or facilities furnished by a governmental unit to the organization without charge.						0.
4 Total. Add lines 1 through 3.	1,753,925.	1,292,433.	1,063,430.	1,156,995.	971,807.	6,238,590.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f).						0.
6 Public support. Subtract line 5 from line 4.						6,238,590.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4.	1,753,925.	1,292,433.	1,063,430.	1,156,995.	971,807.	6,238,590.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.	3,055.	1,848.	1,351.	846.	537.	7,637.
9 Net income from unrelated business activities, whether or not the business is regularly carried on.						0.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						0.
11 Total support. Add lines 7 through 10.						6,246,227.
12 Gross receipts from related activities, etc (see instructions)					12	3,940,631.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)).	14	99.88 %
15 Public support percentage from 2011 Schedule A, Part II, line 14.	15	99.75 %
16 a 33-1/3% support test – 2012. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. ▶ <input checked="" type="checkbox"/>		
b 33-1/3% support test – 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
17 a 10%-facts-and-circumstances test – 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test – 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization. ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. ▶ <input type="checkbox"/>		

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

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

Section A. Public Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include any 'unusual grants.')						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose.						
3 Gross receipts from activities that are not an unrelated trade or business under section 513.						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf.						
5 The value of services or facilities furnished by a governmental unit to the organization without charge.						
6 Total. Add lines 1 through 5.						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons.						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year.						
c Add lines 7a and 7b.						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6.						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources.						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975.						
c Add lines 10a and 10b.						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on.						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lns 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here.** ▶ ☐**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)).	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15.	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f)).	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17.	18	%

19a 33-1/3% support tests – 2012. If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization. ▶ ☐

b 33-1/3% support tests – 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization. ▶ ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions. ▶ ☐

Part IV

Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

[illegible]

**SCHEDULE D
(Form 990)**

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

► **Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
► **Attach to Form 990.** ► **See separate instructions.**

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization

Employer identification number

CHILDREN'S CREATIVITY MUSEUM

94-3178735

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year.		
2 Aggregate contributions to (during year).		
3 Aggregate grants from (during year).		
4 Aggregate value at end of year.		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ **Yes** ☐ **No**

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ **Yes** ☐ **No**

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

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

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements.	2 a
b Total acreage restricted by conservation easements.	2 b
c Number of conservation easements on a certified historic structure included in (a).	2 c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register.	2 d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► _____

4 Number of states where property subject to conservation easement is located ► _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ **Yes** ☐ **No**

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► _____

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

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

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered 'Yes' to Form 990, Part IV, line 8.

1 a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1. ► \$ _____

(ii) Assets included in Form 990, Part X. ► \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1. ► \$ _____

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

a ☐ Public exhibition

d ☐ Loan or exchange programs

b ☐ Scholarly research

e ☐ Other _____

c ☐ Preservation for future generations

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

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

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

1 a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If 'Yes,' explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1 c
d Additions during the year	1 d
e Distributions during the year	1 e
f Ending balance	1 f

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

b If 'Yes,' explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII ☐ Yes ☐ No

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

	(a) Current	(b) Prior year	(c) Two years	(d) Three years	(e) Four years
1 a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment %

b Permanent endowment %

c Temporarily restricted endowment %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3 a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

(i) unrelated organizations ☐ Yes ☐ No

(ii) related organizations ☐ Yes ☐ No

b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R? ☐ Yes ☐ No

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

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1 a Land				
b Buildings				
c Leasehold improvements				
d Equipment	662,447.		529,973.	132,474.
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 132,474.

BAA

Schedule D (Form 990) 2012

Part VII Investments – Other Securities. See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives.....		
(2) Closely-held equity interests.....		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12.) ..	▶	

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.) ..	▶	

Part IX Other Assets. See Form 990, Part X, line 15. N/A

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

Part X Other Liabilities. See Form 990, Part X, line 25.

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

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII. SEE PART XIII ☒

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	2,361,638.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.) SEE PART XIII	2d	66,089.
e	Add lines 2a through 2d	2e	66,089.
3	Subtract line 2e from line 1	3	2,295,549.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.) SEE PART XIII	4b	-1,241.
c	Add lines 4a and 4b	4c	-1,241.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	2,294,308.

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

1	Total expenses and losses per audited financial statements	1	2,039,099.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.) SEE PART XIII	2d	67,330.
e	Add lines 2a through 2d	2e	67,330.
3	Subtract line 2e from line 1	3	1,971,769.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.) SEE PART XIII	4b	552,446.
c	Add lines 4a and 4b	4c	552,446.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	2,524,215.

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART X - FIN 48 FOOTNOTE**INCOME TAXES**

FINANCIAL STATEMENT PRESENTATION FOLLOWS THE RECOMMENDATIONS OF ASC 740, INCOME

TAXES. UNDER ASC 740, CCM IS REQUIRED TO REPORT INFORMATION REGARDING ITS EXPOSURE

TO VARIOUS TAX POSITIONS TAKEN BY THE ORGANIZATION AND REQUIRES A TWO-STEP PROCESS

THAT SEPARATES RECOGNITION FROM MEASUREMENT. THE FIRST STEP IS DETERMINING WHETHER

A TAX POSITION HAS MET THE RECOGNITION THRESHOLD; THE SECOND STEP IS MEASURING A TAX

POSITION THAT MEETS THE RECOGNITION THRESHOLD. MANAGEMENT BELIEVES THAT CCM HAS

BAA

Schedule D (Form 990) 2012

Part XIII Supplemental Information (continued)**PART X - FIN 48 FOOTNOTE (CONTINUED)**

ADEQUATELY EVALUATED ITS CURRENT TAX POSITIONS AND HAS CONCLUDED THAT AS OF JUNE 30, 2013, CCM DOES NOT HAVE ANY UNCERTAIN TAX POSITIONS FOR WHICH A RESERVE OR AN ACCRUAL FOR A TAX LIABILITY WOULD BE NECESSARY.

CCM HAS RECEIVED NOTIFICATION FROM THE INTERNAL REVENUE SERVICE AND THE STATE OF CALIFORNIA THAT IT QUALIFIES FOR TAX-EXEMPT STATUS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND SECTION 23701D OF THE CALIFORNIA REVENUE AND TAXATION CODE. THIS EXEMPTION IS SUBJECT TO PERIODIC REVIEW BY THE FEDERAL AND STATE TAXING AUTHORITIES AND MANAGEMENT IS CONFIDENT THAT THE ORGANIZATION CONTINUES TO SATISFY ALL FEDERAL AND STATE STATUTES IN ORDER TO QUALIFY FOR CONTINUED TAX EXEMPTION STATUS. CCM MAY PERIODICALLY RECEIVE UNRELATED BUSINESS INCOME REQUIRING THE ORGANIZATION TO FILE SEPARATE TAX RETURNS UNDER FEDERAL AND STATE STATUTES. UNDER SUCH CONDITIONS, CCM CALCULATES AND ACCRUES THE APPLICABLE TAXES PAYABLE.

2012

SCHEDULE D, PART XIII - SUPPLEMENTAL INFORMATION PAGE 4

CLIENT 26008

CHILDREN'S CREATIVITY MUSEUM

94-3178735

10/29/13

09:25AM

SCHEDULE D, PART XI, LINE 2D

OTHER REVENUE INCLUDED IN F/S BUT NOT INCLUDED ON FORM 990

COST OF GOODS SOLD	\$	66,089.
TOTAL	\$	<u>66,089.</u>

SCHEDULE D, PART XI, LINE 4B

OTHER REVENUE INCLUDED ON FORM 990 BUT NOT INCLUDED IN F/S

LOSS ON DISPOSITION OF FIXED ASSETS	\$	-1,241.
TOTAL	\$	<u>-1,241.</u>

SCHEDULE D, PART XII, LINE 2D

OTHER EXPENSES AND LOSSES PER AUDITED F/S

COST OF GOODS SOLD	\$	66,089.
LOSS ON DISPOSITION OF FIXED ASSETS		<u>1,241.</u>
TOTAL	\$	<u>67,330.</u>

SCHEDULE D, PART XII, LINE 4B

OTHER EXPENSES INCLUDED ON FORM 990 BUT NOT INCLUDED IN F/S

IN-KIND EXPENSES SHOWN SEPARATELY	\$	552,446.
TOTAL	\$	<u>552,446.</u>

**SCHEDULE M
(Form 990)**

Department of the Treasury
Internal Revenue Service

Noncash Contributions

- **Complete if the organizations answered 'Yes' on Form 990, Part IV, lines 29 or 30.**
► **Attach to Form 990.**

OMB No. 1545-0047

2012

**Open To Public
Inspection**

Name of the organization

CHILDREN'S CREATIVITY MUSEUM

Employer identification number

94-3178735

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art — Works of art				
2 Art — Historical treasures				
3 Art — Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities — Publicly traded				
10 Securities — Closely held stock				
11 Securities — Partnership, LLC, or trust interests ..				
12 Securities — Miscellaneous				
13 Qualified conservation contribution — Historic structures				
14 Qualified conservation contribution — Other				
15 Real estate — Residential				
16 Real estate — Commercial				
17 Real estate — Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► (SEE PART II)				
26 Other ► ()				
27 Other ► ()				
28 Other ► ()				

29	Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement	29		
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		Yes	No
b	If 'Yes,' describe the arrangement in Part II.			
31	Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31		X
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		X
b	If 'Yes,' describe in Part II.			
33	If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

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

Schedule M (Form 990) 2012

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

2012

SCHEDULE M, PART II - SUPPLEMENTAL INFORMATION

PAGE 3

CLIENT 26008

CHILDREN'S CREATIVITY MUSEUM

94-3178735

10/29/13

09:25AM

**SCH M, PART I, LINES 25-28
OTHER NON-CASH CONTRIBUTIONS**

DESCRIPTION	APPL?	NUMBER OF CONTR.	REVENUE ON FORM 990, PART VIII	METHOD OF DETER. REV.
ADOBE "SENSE IT!" EXHIBIT	X	1	\$ 236,800.	FMV
MICROSOFT SOFTWARE	X	1	154,253.	FMV
PROFESSIONAL SERVICES: CAFé	X	1	56,000.	FMV
PRO BONO LEGAL SERVICES	X	1	70,643.	FMV
PROF SERVICES-CAROUSEL	X	1	31,824.	FMV
SPACE RENTAL	X	1	2,000.	FMV
OTHERS	X	3	927.	FMV

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

► Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization

CHILDREN'S CREATIVITY MUSEUM

Employer identification number

94-3178735

FORM 990, PART III, LINE 1 - ORGANIZATION MISSION

THE CHILDREN'S CREATIVITY MUSEUM (CCM) IS A HANDS-ON, INTERACTIVE ARTS AND TECHNOLOGY EXPERIENCE FOR KIDS. OUR MISSION IS TO NURTURE THE 3CS OF 21ST-CENTURY SKILLS - CREATIVITY, COLLABORATION AND COMMUNICATION - IN ALL YOUTH AND FAMILIES. WE BELIEVE THAT THE SUCCESS OF THE NEXT GENERATION WILL HINGE NOT ONLY ON WHAT THEY KNOW, BUT ALSO ON THEIR ABILITY TO THINK AND ACT CREATIVELY AS GLOBAL CITIZENS.

HISTORY: FIFTEEN YEARS AGO, THE SAN FRANCISCO REDEVELOPMENT AGENCY (SFRA) OPENED THE CHILDREN'S CREATIVITY MUSEUM (ORIGINALLY "ZEUM") AFTER UNDERTAKING A COMPREHENSIVE COMMUNITY PLANNING PROCESS WITH EDUCATORS, ARTISTS, AND CHILDREN'S ADVOCATES. THE AGENCY PAID FOR THE PLANNING, DESIGN AND CONSTRUCTION OF THE MUSEUM AS PART OF THE \$56 MILLION DEVELOPMENT OF THE ENTIRE CHILDREN'S BLOCK THAT INCLUDES THE YERBA BUENA ICE SKATING & BOWLING CENTER, YERBA BUENA GARDENS CHILD DEVELOPMENT CENTER, MO'S CAFE, 130,000 SQUARE FEET OF OUTDOOR PLAY AND LEARNING GARDENS, AND THE HISTORIC CHARLES LOOFF CAROUSEL. THE SUCCESSOR AGENCY FOR THE SFRA CONTINUES TO SUPPORT THE MUSEUM WITH ONGOING FUNDING FOR ITS SECURITY, OPERATIONS AND MAINTENANCE.

SINCE OUR FOUNDING IN 1998, CCM HAS GROWN TO SERVE ANNUALLY MORE THAN 150,000 YOUTH, AGES 3 TO 18, AND THEIR FAMILIES THROUGH OUR GENERAL ADMISSIONS EXPERIENCE, CHILDREN'S CREATIVITY CAROUSEL, AND VARIOUS PUBLIC AND EDUCATIONAL PROGRAMS.

ADDITIONALLY, ABOUT 6,000 K-12 STUDENTS IN OUR FIELD TRIP PROGRAM LEARN BASIC CREATIVE AND TECHNICAL SKILLS THROUGH THE COMPLETION OF COLLABORATIVE PROJECTS LIKE CLAY ANIMATIONS, MUSIC VIDEOS, AND FICTIONAL NEWSCASTS. OUR C.I.T.Y. TEEN INTERNSHIP PROGRAM ANNUALLY TRAINS UP TO 60 TEENS IN CUSTOMER SERVICE, LEADERSHIP DEVELOPMENT, AND OTHER TRANSFERABLE JOB SKILLS. MORE THAN 25 PERCENT OF OUR PROGRAMS ARE FEE-WAIVED IN ORDER TO REMOVE COST AS A BARRIER TO PARTICIPATION FOR YOUTH AND FAMILIES FROM LOW-INCOME AND UNDER-RESOURCED COMMUNITIES.

Name of the organization

Employer identification number

CHILDREN'S CREATIVITY MUSEUM

94-3178735

FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES DESCRIPTION**MARKETING AND OUTREACH**

CCM'S FY2010-15 STRATEGIC PLAN - WHICH INVOLVED VARIOUS STAKEHOLDERS (INCLUDING THE CCM BOARD OF DIRECTORS, MEMBERS, DONORS, AND PARTNER ORGANIZATIONS) AND PRO BONO CONSULTING SERVICES FROM THE INTERNATIONAL MANAGEMENT CONSULTING FIRM, BAIN & COMPANY, VALUED AT \$500,000 - LAYS OUT A CONCRETE ROADMAP THAT CONTINUES TO GUIDE US IN REALIZING OUR ASPIRATION TO BE WELL-RECOGNIZED AS ONE OF SAN FRANCISCO'S TOP DESTINATIONS AND COMMUNITY RESOURCES FOR YOUTH AND FAMILIES.

COMMUNITY OUTREACH & ENGAGEMENT: AS PART OF OUR CONTINUED COMMITMENT ON COMMUNITY OUTREACH AND ENGAGEMENT, WE CONTINUE TO FOCUS OUR EFFORTS ON LOW-COST/GRASSROOTS MARKETING, AS WELL AS ONLINE SOCIAL MEDIA AND PUBLIC RELATIONS. OUR WEBSITE, CREATIVITY.ORG, SERVES AS THE PRIMARY INFORMATION PORTAL FOR OUR VISITORS AND SUPPORTERS, TRACKING OVER 2 MILLION UNIQUE HITS EVERY YEAR. WE ALSO CONTINUE TO SEEK OUT NEW OPPORTUNITIES TO STRENGTHEN OUR COLLABORATIONS WITH PARTNER ORGANIZATIONS AND COMMUNITY ARTISTS IN CCM'S FIVE TARGET COMMUNITIES OF NEED: BAYVIEW/HUNTERS POINT; SOUTH OF MARKET; TENDERLOIN; WESTERN ADDITION; AND THE MISSION.

IN THE PAST YEAR, CCM PARTICIPATED IN THE AMERICAN ALLIANCE FOR MUSEUMS' MUSEUM ASSESSMENT PROGRAM, WHICH PROVIDED THE MUSEUM WITH SPECIFIC RESEARCH AND STRATEGIES FOR HOW WE MIGHT BROADEN AND DIVERSIFY THE MUSEUM'S AUDIENCE. THE RECOMMENDATIONS OFFERED BY THIS ASSESSMENT ARE ALREADY BEING IMPLEMENTED AND WILL BE INCORPORATED INTO THE MUSEUM'S NEXT STRATEGIC PLAN.

VISITOR EXPERIENCE (CONTINUED)

TECHNOLOGY PROGRAM. CAPITALIZING ON WHAT WE HISTORICALLY HAVE DONE BEST - USING THE MEDIA PRODUCTION PROCESS TO CREATE AN ENVIRONMENT THAT SUPPORTS CHILD-FOCUSED CREATIVITY AND INNOVATION - THE TEAM HAS LEARNED HOW TO MORE EFFECTIVELY OFFER IMAGINATION-STARTERS TO GET CHILDHOOD BRAINSTORMING GOING AND TO PROVIDE THE TOOLS

Name of the organization

Employer identification number

CHILDREN'S CREATIVITY MUSEUM

94-3178735

FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES DESCRIPTION

AND ADULT SUPPORT THAT ENCOURAGES KIDS TO TRY NEW OPTIONS, FAIL WITHOUT JUDGMENT, AND LEARN WITH OTHERS.

OUR HISTORIC CHILDREN'S CREATIVITY CAROUSEL IS A POPULAR DESTINATION FOR BAY AREA FAMILIES, TOURISTS, AND MOSCONE CENTER CONVENTIONEERS. THE CHILDREN'S CREATIVITY STORE PROVIDES GAMES, TOYS AND TOOLS THAT SUPPORT KIDS IN DEVELOPING THEIR CREATIVITY AT HOME. THE THEATER AT THE CHILDREN'S CREATIVITY MUSEUM SERVES 20,000 THEATERGOERS EACH YEAR THROUGH PARTNERS LIKE THE AMERICAN CONSERVATORY THEATER'S YOUNG CONSERVATORY PROGRAM. IT IS ALSO HOME TO OUR SUMMER CAMP PROGRAMS, FACILITATED BY COMMUNITY PARTNERS, LIKE GLITTER & RAZZ, WHICH PROVIDES PERFORMANCE-BASED PROGRAMMING FOR YOUNG GIRLS, AS WELL AS ACROSPORTS CIRCUS ACROBATICS TRAINING FOR YOUTH.

EDUCATION (CONTINUED)

C.I.T.Y. (CREATIVE INSPIRATION THROUGH YOUTH) TEEN PROGRAM: THE C.I.T.Y. TEEN PROGRAM PROVIDES TRAINING IN ADVANCED TECHNICAL, CREATIVE, AND LIFELONG LEARNING SKILLS THAT HELP DIVERSE BAY AREA YOUTH, AGES 14 TO 18, FULLY PARTICIPATE IN THE ECONOMIC, CIVIC, AND CULTURAL LIFE OF THEIR COMMUNITIES. THIS PROGRAM HAS BEEN DESCRIBED AS A "MODEL YOUTH DEVELOPMENT PROGRAM" BY THE SAN FRANCISCO DEPARTMENT OF CHILDREN, YOUTH, AND THEIR FAMILIES, AND HAS BECOME ONE OF THE MOST POPULAR YOUTH EMPLOYMENT PLACEMENT SITES IN THE CITY. FOR MANY C.I.T.Y. TEENS, THIS IS THEIR FIRST REAL JOB.

UNLIKE OTHER SIMILAR PROGRAMS, THE C.I.T.Y. TEEN PROGRAM PROVIDES A UNIQUE FUSION OF ON-THE-JOB TRAINING IN A PROFESSIONAL MUSEUM ENVIRONMENT, EXPOSURE TO DIGITAL MEDIA AND ART, AND AN INNOVATIVE APPROACH TO 21ST-CENTURY LITERACY THAT CANNOT BE FOUND ELSEWHERE. C.I.T.Y. TEENS WORK ALONGSIDE CCM STAFF TO FACILITATE THE GENERAL MUSEUM VISITOR EXPERIENCE: THEY WORK IN TEAMS TO TEACH THEIR PEERS, YOUNGER CHILDREN AND

Name of the organization

Employer identification number

CHILDREN'S CREATIVITY MUSEUM

94-3178735

FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES DESCRIPTION

ADULT COMPANIONS ABOUT THE BASICS OF CLAY ANIMATION; THEY WORK IN THE IMAGINATION LAB TO HELP VISITORS BECOME FULLY IMMERSED IN THE MULTIMEDIA EXPERIENCE PROVIDED IN OUR MOVE IT GREEN SCREEN AND MOVIE STUDIO; AND THEY ENCOURAGE RELUCTANT ADULT AND YOUNG USERS TO LEARN HOW TO USE COMPUTER APPLICATIONS, LIKE ADOBE PHOTOSHOP, IN OUR DIGITAL WORKSHOP.

EARLY CHILDHOOD PROGRAMMING: IN THE PAST YEAR, WE EXPANDED OUR CORE AUDIENCE OF YOUTH, AGES 6 TO 12, AND THEIR FAMILIES TO INCLUDE YOUNG KIDS, AGES 2 TO 5. THE EARLY BIRDLIES EARLY CHILDHOOD PROGRAM FOR OUR YOUNGEST VISITORS EXPANDED TO OFFER YOUNG KIDS AND THEIR PARENTS/CAREGIVERS HANDS-ON ACTIVITIES THAT FOSTERED 21ST-CENTURY SKILLS. IN THE PAST YEAR ALONE, THIS PROGRAM HAS GROWN 2.5 TIMES TO SERVE AN AVERAGE OF 600 KIDS AND THEIR ADULT COMPANIONS EVERY.

EXHIBITS (CONTINUED)

SENSE IT!: THROUGH AN EIGHT-MONTH LONG PRO BONO PROJECT WITH A TEAM FROM ADOBE SYSTEM'S USER EXPERIENCE DESIGN UNIT, CCM WAS ABLE TO PLAN, DEVELOP AND UNVEIL A NEW EXHIBIT IN OUR FORMER MOVIE STUDIO. SENSE IT! PROVIDES AN IMMERSIVE EXPERIENCES FOR KIDS, AGES 3 AND UP, IN WHICH THEY ARE ABLE TO USE A TOUCH-SENSITIVE WALL TO MOVE DIGITAL BLOCKS ACROSS THE WALL AND A PRESSURE-SENSITIVE FLOOR TO SET OFF AUDIO AND VISUAL EFFECTS, LIKE SIMULATED FIREWORKS. THE ENVIRONMENT SUPPORTS KIDS IN A RICH EXPLORATION OF TACTILITY AND MEDIA.

FEATURED INNOVATORS WORKSHOP: EMERGING EDUCATIONAL SOFTWARE, TECHNOLOGY, AND APPLICATION DEVELOPERS PARTICIPATE IN OUR BIWEEKLY FEATURED INNOVATORS WORKSHOP. VISITORS ARE ABLE TO TEST PROTOTYPES OF NEW TOOLS AND GIVE FEEDBACK ON HOW THOSE TOOLS CAN BE IMPROVED BEFORE THEY HIT THE MARKET.

CREATIVITY DAY: ON APRIL 13, 2013, CCM HOSTED ITS FIRST-EVER CREATIVITY DAY. THIS COMMUNITY CELEBRATION OF SAN FRANCISCO CREATIVITY TURNED THE ENTIRE MUSEUM INTO ONE

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FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES DESCRIPTION

BIG STUDIO SPACE IN WHICH PARTNER ARTISTS, MAKERS AND TINKERS WERE ABLE TO ENGAGE OUR AUDIENCE. MORE THAN 1,000 VISITORS CAME FOR THIS FREE ADMISSION DAY.

FORM 990, PART VI, LINE 1A - EXPLANATION OF DELEGATED BROAD AUTHORITY TO COMMITTEE

IN ACCORDANCE WITH COMMON PRACTICE IN THE NONPROFIT COMMUNITY, THE BOARD DELEGATES CERTAIN MATTERS TO THE EXECUTIVE COMMITTEE, WHICH IS EMPOWERED TO ACT BETWEEN BOARD MEETINGS IF NECESSARY, AND SOMETIMES WITH SPECIFICALLY DELEGATED AUTHORITY TO ACT IN PARTICULAR AREAS ON BEHALF OF THE FULL BOARD. THE COMPOSITION OF EXECUTIVE COMMITTEE INCLUDES SELECTED MEMBERS OF THE BOARD OF DIRECTORS.

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

FORM 990 IS PREPARED BY AN OUTSIDE TAX PROFESSIONAL. THE FORM IS THEN REVIEWED BY THE ORGANIZATION'S MANAGEMENT, TREASURER, AND THE DIRECTOR OF FINANCE AND OPERATIONS. THIS GROUP OF INDIVIDUALS THEN DISCUSSES THE CONTENTS OF THE RETURN WITH THE OUTSIDE TAX PROFESSIONAL. AFTER A FULL REVIEW (WITH MODIFICATIONS WHERE NECESSARY), THE FINAL VERSION OF THE TAX RETURN IS PROVIDED TO ALL MEMBERS OF THE ORGANIZATION'S VOTING BODY. A REPRESENTATIVE OF MANAGEMENT APPROVES THE FINAL RETURN WHICH IS THEN E-FILED WITH THE DEPARTMENT OF THE TREASURY.

FORM 990, PART VI, LINE 12C - EXPLANATION OF MONITORING AND ENFORCEMENT OF CONFLICTS

MEMBERS OF THE BOARD OF DIRECTORS REVIEW ALL POTENTIAL CONFLICTS OF INTEREST AT LEAST ANNUALLY. ALL PERSONNEL AND BOARD MEMBERS ARE REQUIRED TO DISCLOSE ANNUALLY (IN WRITING) POTENTIAL CONFLICTS AND ANY RELATED PARTY AFFILIATIONS. LOANS BETWEEN THE ORGANIZATION AND MEMBERS OF MANAGEMENT AND THE BOARD ARE STRICTLY PROHIBITED. THE ORGANIZATION SEEKS FULL TRANSPARENCY ON ALL RELATIONSHIPS. ANY POTENTIAL CONFLICTS (IN FACT OR APPEARANCE) ARE DISCUSSED OPENLY AND RESOLVED IN ACCORDANCE WITH THE ORGANIZATION'S POLICIES AND PROCEDURES.

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

MEMBERS OF THE BOARD OF DIRECTORS REVIEW THE COMPENSATION OF ALL HIGH-LEVEL PERSONNEL ANNUALLY IN ACCORDANCE WITH IRS RULES AND REGULATIONS. EFFORTS ARE MADE TO SECURE COMPENSATION DATA FROM INDUSTRY SOURCES IN ORDER TO DETERMINE COMPETITIVENESS AND APPROPRIATENESS OF SALARIES. EVERY EFFORT IS MADE TO ENSURE THAT THE PROCESS IS THOROUGH AND TRANSPARENT IN ACCORDANCE WITH IRS GUIDELINES AND THE ORGANIZATION'S POLICIES AND PROCEDURES.

FORM 990, PART VI, LINE 15B - COMPENSATION REVIEW & APPROVAL PROCESS - OFFICERS & KEY EMPLOYEES

COMPENSATION OF OTHER HIGH-LEVEL PERSONNEL AND KEY EMPLOYEES IS REVIEWED AT LEAST ANNUALLY BY MEMBERS OF MANAGEMENT. EFFORTS ARE MADE TO SECURE COMPENSATION DATA FROM INDUSTRY SOURCES IN ORDER TO DETERMINE COMPETITIVENESS AND APPROPRIATENESS OF SALARIES AND ALL RELATED BENEFITS. ALL DECISIONS ARE THEN DOCUMENTED IN PERSONNEL FILES.

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

ALL OF THE ORGANIZATION'S GOVERNING DOCUMENTS, FINANCIAL STATEMENTS AND OTHER LEGAL FILINGS ARE MAINTAINED IN A SECURE ENVIRONMENT AND HELD AVAILABLE FOR INSPECTION BY TAX AUTHORITIES AND THE GENERAL PUBLIC. TAX RETURNS ARE POSTED ANNUALLY TO WWW.GUIDESTAR.ORG (WHERE IT IS AVAILABLE FOR VIEWING AS AN ELECTRONIC COPY) AND ARE ALSO AVAILABLE AT THE ORGANIZATION'S OFFICE IN SAN FRANCISCO, CALIFORNIA (FOR A PHYSICAL INSPECTION).

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COMPUTATION OF COST OF GOODS SOLD (FORM 990)

1. INVENTORY AT START OF YEAR.....	35,620.
2. PURCHASES.....	63,656.
3. COST OF LABOR.....	0.
4. ADDITIONAL 263A COSTS.....	0.
5. OTHER COSTS.....	0.
6. TOTAL (ADD LINES 1 THROUGH 5).....	99,276.
7. INVENTORY AT END OF YEAR.....	33,187.
8. COST OF GOODS SOLD (SUBTRACT LINE 7 FROM LINE 6).....	66,089.

**FORM 990, PART IX, LINE 11G
OTHER FEES FOR SERVICES**

	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT & GENERAL	(D) FUND- RAISING
OUTSIDE CONSULTANTS/CONTRACTED	48,628.	11,191.	750.	36,687.
TOTAL	\$ 48,628.	\$ 11,191.	\$ 750.	\$ 36,687.

**FORM 990, PART IX, LINE 24E
OTHER EXPENSES**

	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT & GENERAL	(D) FUNDRAISING
OTHER EXPENSES	3,704.	3,600.		104.
VISITOR CONSUMABLES	15,054.	15,054.		
X ALLOCATION INDIRECT EXPENSE		-54,740.	28,191.	26,549.
TOTAL	\$ 18,758.	\$ -36,086.	\$ 28,191.	\$ 26,653.

2012

FEDERAL SUPPORTING DETAIL

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**CONTRIBUTIONS, GIFTS, AND GRANTS
GOVERNMENT GRANTS**

SF REDEVELOPMENT AGENCY.....	\$	575,000.
YERBA BUENA COMMUNITY BENEFIT DISTRICT (YBCBD).....		20,000.
TOTAL	\$	<u>595,000.</u>

**CONTRIBUTIONS, GIFTS, AND GRANTS
OTHER CONTRIBUTIONS, GIFTS, GRANTS, ETC.**

FOUNDATION CONTRIBUTIONS.....	\$	91,000.
CORPORATE CONTRIBUTIONS.....		73,861.
INDIVIDUAL CONTRIBUTIONS.....		96,781.
TOTAL	\$	<u>261,642.</u>

**INVENTORY SALES
PURCHASES**

TOTAL COGS + SHRINKAGE.....	\$	66,089.
LESS BEG INVENTORY.....		-35,620.
ADD END INVENTORY.....		33,187.
TOTAL	\$	<u>63,656.</u>

**SUPPORT INFORMATION (SCH A, II & III)
GIFTS, GRANTS & CONTRIBUTIONS RECEIVED**

TOTAL CONTRIBUTIONS.....	\$	1,524,253.
LESS: MEMBERSHIP FEES REFLECTED SEPARATELY.....		-115,165.
LESS: NONCASH DONATIONS.....		-552,446.
TOTAL	\$	<u>856,642.</u>

**SUPPORT INFORMATION (SCHEDULE A)
GROSS RECEIPTS FROM ADMISSIONS, MERCHANDISE SOLD/SERVICES PERFORM**

PROGRAM REVENUES.....	\$	704,145.
GROSS INVENTORY SALES.....		132,703.
TOTAL	\$	<u>836,848.</u>

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PROPERTY AND EQUIPMENT

PROPERTY AND EQUIPMENT CONSIST OF THE FOLLOWING AT JUNE 30, 2013 AND 2012:

	2013	2012
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COMPUTERS AND SOFTWARE	\$ 130,184	165,246
EXHIBITS	289,276	289,276
FURNITURE AND FIXTURES	54,919	72,342
LEASEHOLD IMPROVEMENTS	56,714	56,714
MULTIMEDIA EQUIPMENT	93,329	93,329
THEATER EQUIPMENT	38,026	38,026
LESS: ACCUMULATED DEPRECIATION	(529,973)	(506,901)
	-----	-----
	\$ 132,474	208,031
	=====	=====

DEPRECIATION EXPENSE AMOUNTED TO \$76,217 AND \$70,004 FOR THE YEARS ENDED JUNE 30, 2013 AND 2012, RESPECTIVELY. DURING THE YEAR ENDED JUNE 30, 2013, CCM DISPOSED OF PARTIALLY-DEPRECIATED PROPERTY WITH AN ORIGINAL COST BASIS OF \$53,145, RESULTING IN A LOSS OF \$1,241. DURING THE YEAR ENDED JUNE 30, 2012, CCM DISPOSED OF FULLY-DEPRECIATED PROPERTY WITH AN ORIGINAL COST BASIS OF \$125,017. THERE WAS NO GAIN OR LOSS ON DISPOSAL.