



Welcome to the Guitars Over Guns Board of Directors!

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APPENDIX

2022 Impact Report

bit.ly/GOGOimpact2022



Board of Directors Policy Manual

ABOUT GUITARS OVER GUNS:

Guitars Over Guns Organization (GOGO) is a 501(c)(3) nonprofit that offers students from our most vulnerable communities a powerful combination of music education and mentorship with professional musicians to help them overcome hardship, find their voice and reach their potential as tomorrow's leaders. Guitars Over Guns creates safe spaces for youth to express themselves through music and empowers them to make positive choices at school, at home and in their communities.

MISSION:

Our mission is to empower youth through music and mentorship.

VISION:

All young people should have the opportunity to discover and reach their full potential through the power of mentorship and the arts

Expectations & Responsibilities

Membership on the Guitars Over Guns (GOGO) Board of Directors requires an investment of time, energy, and resources. Current and past board members regard their position as a privilege and commit to the following expectations of service to the organization and community:

General Board Responsibilities

- Employ and compensate Executive Director/CEO
- Share relevant expertise and skills
- Support and guide the establishment and implementation of strategies, objectives and policies
- Monitor, evaluate, and actively participate in the organization's progress toward its goals
- Help ensure legal and ethical integrity and Board accountability
- Recommend and recruit prospective board members
- Orient new board members
- Help determine the Chief Executive's key roles/priorities and provide an annual evaluation of the Chief Executive's performance

Participation

- Study, develop and adopt policies that will satisfy the needs of the organization and to see that such policies are effectively administered
- Attend quarterly and ad hoc board meetings.
 - Bring all potential matters of significance to the attention of the board's leaders.
 - Review meeting materials in advance and present any personal agenda items
 - Serve on one or more board committees/task forces and indicate if willing to serve as chair
 - Maintain confidentiality as appropriate
- Visit, time permitted, Guitars Over Guns programs during the year
- Attend Guitars Over Guns fundraisers and special events
- Indicate if you are no longer able to carry out these responsibilities

Advocacy & Communication

- Know Guitars Over Guns' history, mission, goals, policies, programs, strengths, and needs
- Advocate for Guitars Over Guns at every opportunity with your

professional and personal networks

Board Give-Get & Development

- Give and raise an annual unrestricted gift(s) of \$25,000 or more
- Recommend and cultivate prospective supporters, donors, experts, advocates, and community partners
- Participate in 100-percent board giving

Strategic Planning

- Play a substantive role with management in developing, approving, and supporting organizational strategy

Finance

- Review the organization's financial statements and aid the board in fulfilling its fiduciary responsibility to ensure GOGO has adequate resources and manages its resources effectively
- Approve the budget

Relationship to Guitars Over Guns Staff

Board members should:

- Counsel and work cooperatively with the CEO, Head of Development, COO, Director and staff
- Avoid engaging in day-to-day administration of programs
- Direct any special requests to the CEO, board, or appropriate committee chairperson; staff time and resources are fully committed and need to be effectively allocated and coordinated

Compliance

- Read, review, and help refine Guitars Over Guns' Bylaws and Board Policy Manual
- Review and sign the Expectations and Responsibilities document on an annual basis
- Participate in a comprehensive self-assessment every two years to evaluate the board's overall performance

Meetings/Conferences/Events

The GOGO Board meets four times per year. Meetings are usually held the third Tuesday of every quarter at McDermott Will & Emery's offices in Chicago and Miami, connected via video-conference.

Indemnification

Board Directors shall be indemnified against claims and actions and shall be insured against any liability asserted against them because of their position as members of the Board.

Ethics and Conduct

Conflicts of Interest

Commissioners annually must complete a conflicts of interest statement. All statements shall be filed with the Secretary of the Board.

Legal Authority

The Board, as a whole, is the legal corporate authority of GOGO. As an individual, a Board member has no legal authority to determine policy, give directions to GOGO personnel, or act or speak for the Board unless specifically authorized to do so by official Board action.

Board Unity

Board members should accept and endorse majority decisions of the Board and align themselves with Board policies, goals and objectives.

Non-Discrimination and Anti-Harassment Policy

Introduction

GOGO is committed to a work environment in which all individuals are treated with respect and dignity. Each individual has the right to work in a professional atmosphere that prohibits discriminatory practices, including harassment. Therefore, GOGO expects that all relationships among persons in the workplace will be business-like and free of bias, prejudice and harassment.

It is the responsibility of each and every Board Member to refrain from sexual

and other harassment. GOGO will not tolerate sexual or any other type of harassment of or by any of its employees, Board Members, contract workers or volunteers. Actions, words, jokes, or comments based on an individual's gender, race, color, national origin, age, religion, disability, sexual orientation, civil union partnership, or any other legally protected characteristic will not be tolerated.

This policy should not, and may not, be used as a basis for excluding or separating individuals of a particular gender, sexual orientation, civil union partnership, race, color, national origin, age, religion, disability, or any other protected characteristic, from participating in business or work-related social activities or discussions in order to avoid allegations of harassment.

Definitions of Harassment

1. *Sexual harassment* may occur whenever there are unwelcome sexual advances, requests for sexual favors, or any other verbal, physical, or visual conduct of a sexual nature when:
 - a. Submission to the conduct is made either implicitly or explicitly a condition of the individual's employment;
 - b. Submission to or rejection of the conduct is used as the basis for an employment decision affecting the harassed employee/intern; or
 - c. The harassment has the purpose or effect of interfering with the employee/intern's work performance creating an environment that is intimidating, hostile, or offensive to the employee/intern.

Sexual harassment may include a range of subtle and not so subtle behaviors and may involve individuals of the same or different gender. Depending on the circumstances, these behaviors may include, but are not limited to: unwanted sexual advances or requests for sexual favors; sexual jokes and innuendo; verbal abuse of a sexual nature; commentary about an individual's body, sexual prowess or sexual deficiencies; leering; catcalls or touching; insulting or obscene comments or gestures; display or circulation in the workplace of sexually suggestive objects or pictures (including through e-mail and/or text messages); and other physical, verbal or visual conduct of a sexual nature.

2. *Harassment on the basis of any other protected characteristic* is also strictly prohibited. Under this policy, harassment is unwelcome verbal or physical conduct that denigrates or shows hostility or aversion toward an individual because of his/her race, color, religion, sex, sexual orientation, age, national origin, disability or any other characteristic protected by law or that of his/her relatives, friends or associates, and that: (i) has the purpose or effect of creating an intimidating, hostile or offensive work environment; (ii) has the purpose or effect of unreasonably interfering with an individual's work performance; or (iii) otherwise adversely affects an individual's employment opportunities.

Harassing conduct includes, but is not limited to: epithets, slurs or negative stereotyping; threatening, intimidating or hostile acts; denigrating jokes and display or circulation in the workplace of written or graphic material that denigrates or shows hostility or aversion toward an individual or group (including through e-mail and/or text messages).

Conduct prohibited by these policies is unacceptable in the workplace and in any work-related setting outside the workplace, such as during business trips, professional conferences, business meetings and business-related social events.

Retaliation Is Prohibited

GOGO prohibits retaliation against any individual who reports discrimination, harassment, or retaliation, who participates in an investigation of such reports, and/or who files a charge of discrimination, harassment, or retaliation. Retaliation against an individual for reporting harassment, discrimination, or retaliation, for participating in an investigation of a claim of harassment, discrimination, or retaliation, or for filing a charge of discrimination, harassment, or retaliation is a serious violation of this policy and, like harassment or discrimination itself, will be subject to disciplinary action.

In addition to the GOGO's prohibition on retaliation, various state and federal laws prohibit retaliation for reports of discrimination, harassment, or retaliation.

Reporting Procedure

GOGO strongly urges the reporting of all incidents of discrimination, harassment or retaliation, regardless of the offender's identity or position. Early reporting and intervention have proven to be the most effective method of resolving actual or perceived incidents of harassment or discrimination. Therefore, while no fixed reporting period has been established, GOGO strongly urges the prompt reporting of complaints or concerns so that rapid and constructive action can be taken.

The availability of this reporting procedure does not preclude individuals who believe they are being subjected to harassing, discriminatory, or retaliatory conduct from promptly advising the offender that his or her behavior is unwelcome and requesting that it be discontinued. However, nothing in this policy shall require individuals who believe they are being subjected to harassing, discriminatory, or retaliatory behavior to so advise the offender.



Diversity, Equity & Inclusion (DEI) Commitment

Last Updated: February 2023

Diversity, Equity, and Inclusion (DEI) is at the heart of GOGO's work.

- **We exist to empower students to “choose their sound.”** We work so students can embrace their power of choice, trust their voice, and create the future they deserve.
- **Our mission requires commitment to DEI.** The mission of Guitars Over Guns is to empower young people through mentorship and the arts because artists have always played a critical role when it comes to equity work and progress in society. This drives our commitment toward a culture of belonging and leadership by diverse voices.

What we believe:

- **We believe in relationships and mobilization.** We believe in the power of relationships which allows us to maintain, restore, and strengthen community. At all levels of this community, we prioritize diverse representation.
- **We believe in transparency.** We name expectations, boundaries, and philosophies about our work, using equitable practices and impact as a guide.
- **We believe in growth and accountability.** We value continuous growth over perfection. We are accountable to ourselves and each other to grow our learning and actions productively, not performatively.

What we do...

...for our mission:	...for our people:	...for how we work:
<input type="checkbox"/> We take bold action toward our goals and values. <input type="checkbox"/> We expand our programming in support of students and mentors. <input type="checkbox"/> We make decisions that put people at the center.	<input type="checkbox"/> We embrace and highlight individuality. <input type="checkbox"/> We foster an environment for students to be their full selves. <input type="checkbox"/> We leave room for growth without judgment.	<input type="checkbox"/> We actively seek feedback on what we do and how we do it. <input type="checkbox"/> We communicate transparently about compensation and support. <input type="checkbox"/> We have diverse voices from all levels of our work at the table.

This work is continuous and evolving.

We regularly reflect on the purpose of this commitment. We will continue to evolve the language, intentions, and actions to guide diverse, equitable, and inclusive strategies that support the mission of Guitars Over Guns.



BOARD OF DIRECTORS

Updated February 6, 2023



Bob Bernstein – Chairman & Treasurer

Sr. Managing Partner – Envestnet Retirement Solutions (ret.)

CEO/Founder – Prism Partners LLC (ret.)

Bob is an accomplished investment advisor in Chicago and has served as the Board's Chairman since inception. As Chad's father and mentor, Bob helped Chad turn his passion for service through music into a true channel for social impact as a co-founder of Guitars Over Guns.

Email: bob@guitarsoverguns.org



Chad Bernstein – President & CEO

Dr. Chad Bernstein is a celebrated musician and the founder of Guitars Over Guns. The organization is built out of his vision that music provides the bridge toward creating the relationships that are necessary to empower youth living in challenging circumstances. Chad has dedicated his life to the pursuit of unlocking potential in at-risk youth through mentorship and the arts.

Email: chad@guitarsoverguns.org



Lisa Anastos

General Counsel, Edifecs

Founder, Whitney Contemporaries

Lisa Anastos has devoted her life to making art accessible to young people, creating the Whitney Museum

"Contemporaries" program in the name of "championing emerging voices and artistic innovation." She has since gone on to create ARThood, an online marketplace for emerging artists, and created her own consulting firm, Anastos Advisors LLC. Lisa sits on the boards of many other philanthropic

organizations, such as The Watermill Center and Doctors of the World USA, where she is founder and Chairman of the Board.

Email: lisaanastos@gmail.com



Jim Berry *(term ending June 30, 2023)*

News Anchor, CBS4 Miami

Jim Berry is an anchor for CBS4 News. Previously, as a sports anchor, he led the weeknight sportscasts and the station's Miami Dolphins coverage. Mr. Berry joined CBS4 in 1996 from WBBM-TV, the CBS-owned station in Chicago. Previously, Jim worked at WBTV in Charlotte, North Carolina and WJLA-TV in Washington, D.C. Jim is a three-time Best of Miami winner, and has won five Emmy Awards.

Email: jlberry55@netscape.net



Ebony Howard

Program Manager, The ELMA Philanthropies Services (U.S.)

Ebony supports the management of the grants portfolio of The ELMA Music Foundation, and in particular supports investments in the U.S., which use music programming to advance youth development. She sits on the Leadership Council of Arts Ed Newark, an alliance advocating for equity in high-quality arts education for all youth in Newark, NJ. Ebony is also a 2020-2021 ABFE Connecting Leaders Fellow, a program designed to increase leadership capacity of

foundation staff, donors, and trustees who are committed to assisting Black communities.

Email: ehoward@elmaphilanthropies.org



Scott Jacobson – Governance & Compliance Committee Chair

Director, Institutional Retirement / Sales Manager (Central Region), Bank of America Merrill Lynch

Scott is a CPA with a Law degree, currently at Bank of America Merrill Lynch managing retirement in sales. Scott is also an elected official (commissioner) of Buffalo Grove and has been an avid fundraiser for the Parks, the Jewish community, and United Way

Email: sj1903@aol.com



J. Gerard Legagneur – Secretary *(term ending June 30, 2023)*

Sole Member, GL Esquire Consulting

Gerard Legagneur practices transactional corporate law as the sole member of GL Esquire Consulting, LLC in Miami Beach, Florida. Previously, Gerard was a senior attorney at the Miami offices of both McDermott, Will & Emery LLP and White and Case, LLP. Mr. Legagneur first lent his expertise to Guitars Over Guns over a decade ago as a pro bono project for McDermott. Gerard is also the host of Florida's Fresh Mix Podcast.

Email: gerard@glesqconsulting.com



Kellie O'Connell – Nominating Committee Chair

CEO, Nourishing Hope

Kellie O'Connell serves as Nourishing Hope's Chief Executive Officer, leading a growing staff of 35+ and leveraging the efforts of nearly 5,000 volunteers to distribute over 4 million meals to Chicago's low-income residents every year. Kellie joined Nourishing Hope after nearly 20 years in the nonprofit, government, and corporate sectors. She is a 2019 graduate of Harvard Business School's Strategic Perspectives in

Nonprofit Management Executive Education Program, and is a Leadership Greater Chicago Fellow since 2020.

Email: kellie.oconnell@nourishinghopechi.org



Jacquie O'Malley

Assistant Vice President, Baptist Health Foundation

Jacquie O'Malley serves as Assistant Vice President of the Baptist Health Foundation, actively fundraising as well as overseeing and identifying a variety of philanthropic initiatives and growth strategies, with a special focus on the new Miami Cancer Institute. Prior to joining Baptist Health, she served in a series of progressive roles at United Way of Miami-Dade since 1995.

Email: jacquelineo@baptisthealth.net



Gabriel Pierre

Guitars Over Guns Alumnus

Founder, Kingdom Vybez

A proud alumnus of Guitars Over Guns' flagship after-school mentorship program at North Miami Middle School, Gabriel Pierre is an accomplished bassist and emerging community leader. He performs regularly throughout Miami as a member of Unistiq and as the co-founder of Kingdom Vybez, a faith-based performing arts nonprofit.

Email: gabrielpierrejr46@gmail.com



Andrew Stroth

Managing Director, Action Injury Law Group

Of Counsel, Handler Thayer LLP

As a sports and entertainment law attorney, Andrew has negotiated business partnerships and endorsements for professional athletes and celebrities. Mr. Stroth served as an Adjunct Professor of Law at Northwestern University School of Law in the Negotiations Program from 2002 to 2008. He founded Action Injury Law Group out of his vision to protect communities of color and end police brutality in America. Mr.

Stroth earned his law degree from Northwestern University School of Law and his undergraduate degree from the University of Illinois at Urbana-Champaign.

Email: astroth@actioninjurylawgroup.com

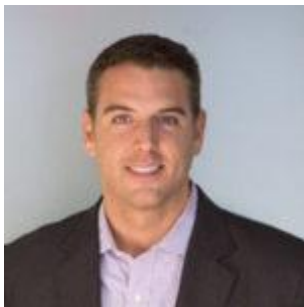


Chad Turner – Miami Impact Committee Chair

President, Turner Investment Management

Chad formerly served as a financial advisor for Wells Fargo Advisors in Miami and the former President of Friends of New World Symphony – one of the premier young professional groups in Miami. He brought the group to 500 members raising \$500,000 annually. He first joined Guitars Over Guns as an advisor to help establish GOGO Miami's first young professionals program, RISE, as a more impactful fundraising and community engagement machine.

Email: chad.turner.20@gmail.com



Dave Walsh – Development Committee Chair

Managing Director, FON Capital

Founding Partner, SVP Miami

Dave Walsh serves as the managing partner of FON Capital and is a founding partner of Social Venture Partners Miami. Prior to FON and SVP, he was the CEO of Prescient Edge Holdings. A graduate of the United States Naval Academy, Mr. Walsh was previously engaged in sensitive counterterrorism operations in the U.S., Middle East, Africa, and Latin America.

Email: dwalsh@fonadvisors.com



H Jordan Weitz – Finance Committee Chair

Senior Director, Compliance Risk Intelligence Group, Carnival Corporation & plc

H manages a forensic accounting team for Carnival Cruise Lines and manages a three-generation family foundation. He is very well connected in the young philanthropic community in Miami and recently sat on the board of the Overtown Music Project.

Email: hweitz@carnival.com

SECOND AMENDED AND RESTATED
BYLAWS OF
GUITARS OVER GUNS ORGANIZATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

ARTICLE 1
NAME AND PURPOSE OF CORPORATION

Section 1.1 Name. The name of the corporation is Guitars Over Guns Organization, Inc., a not for profit corporation incorporated under Chapter 617 of the Laws of the State of Florida (hereinafter, the “Corporation”).

Section 1.2 Purposes. The purposes of the Corporation are those stated in its Articles of Incorporation.

ARTICLE 2
PRINCIPAL OFFICES AND REGISTERED AGENT

Section 2.1 Office. The principal office of the Corporation in the State of Florida initially shall be located at 169 East Flagler Street, Suite 1134, Miami, Florida 33131. However, the Board of Directors of the Corporation (the “Board”) shall have full power and authority to change the location of such office within said State and to establish branch or subordinate offices at any place or places where the Corporation is qualified to do business.

Section 2.2 Registered Agent. The Corporation shall have and continuously maintain a registered office in the State of Florida (which may be identical to the principal office), and the Board shall appoint and continuously maintain in service a registered agent in Florida, who shall be either an individual resident of Florida, or a corporation, whether for profit or not for profit.

ARTICLE 3
SHAREHOLDERS AND INDEPENDENT CONTRACTORS

Section 3.1 Absence Of Shares And Shareholders. The Corporation shall neither have nor issue shares of stock, and there shall be no shareholders. No dividends shall be declared, and no part of the income, profit or net earnings of the Corporation shall at any time be paid to any officer (“Officer”), director (“Director”) or Member (as hereinafter defined) of the Corporation, except upon dissolution or liquidation, as permitted by law. Notwithstanding the foregoing, the Corporation is and shall be authorized to pay its employees or independent contractors reasonable compensation for services actually rendered by such employees or independent contractors, regardless of whether such employees or independent contractors are also Directors or Officers of the Corporation.

ARTICLE 4
MEMBERS

Section 4.1 Membership. The Corporation shall have two (2) or more members (collectively, the “Members”) who shall initially be Frank Chadwyk Bernstein and Robert Bernstein. New Members may only be admitted by the affirmative vote of a majority of the Members.

Section 4.2 Membership Book. The Corporation shall keep a Membership book containing the name and address of the Members and any other information required by law.

Section 4.3 Meetings. A meeting of the Members shall be held at least annually for the election of the Board and from time to time for the transaction of the business of the Corporation at a place or places, within or outside of the State of Florida, and time fixed by the Members. Special meetings of the Members, for any purpose or purposes relating to the Corporation, may be called by the Members, the Chairman of the Board, the Board, or such other persons as the Members may from time to time authorize. Any meeting, regular or special, may be held by telephone conference, video conference or other similar communication technology.

Section 4.4 Action By The Members. The Members shall have the right to vote with respect to those actions and issues described in Section 4.5 and as otherwise provided by applicable law. The affirmative vote of a majority of the Members shall be the act of the Members of the Corporation. Any action which otherwise would require a meeting of the Members may be taken at any time by a written consent signed by a majority of the Members.

Section 4.5 Members Vote Required. Notwithstanding anything herein to the contrary, the actions enumerated below must be approved by the Members:

- (a) The admission of any person as a Member of the Corporation;
- (b) The election of any Director or committee member;
- (c) Any merger or consolidation of the Corporation with or into any other entity, or of any other entity with or into the Corporation;
- (d) Any sale, lease, exchange, transfer or other disposition of assets at a purchase price of, or in consideration of, a sum greater than One Hundred Thousand Dollars (\$100,000);
- (e) Any purchase or other acquisition of assets at an aggregate cost to the Corporation in excess of One Hundred Thousand Dollars (\$100,000);
- (f) Any incurrence of loans or other indebtedness by the Corporation in an amount in excess of Twenty Thousand Dollars (\$20,000);

- (g) Any reclassification or recapitalization of the Corporation;
- (h) Any redemption or acquisition of any interest in the Corporation;
- (i) Any amendment to the Articles of Incorporation or the Bylaws of the Corporation;
- (j) The dissolution or liquidation of the Corporation;
- (k) The authorization for the employment or discharge of any individual at a salary in excess of One Hundred Thousand Dollars (\$100,000) annually, or for the execution and delivery of any employment contracts, or the modification or termination thereof;
- (l) The entering into of any contract by the Corporation for materials or services at an aggregate contract price in excess of One Hundred Thousand Dollars (\$100,000);
- (m) The creation of any indebtedness or any other obligation of the Corporation in excess of Twenty Thousand Dollars (\$20,000);
- (n) The compensation to be paid to Directors or committee members; and
- (o) Any decision affecting the filing of corporate tax returns or the handling of corporate tax matters.

ARTICLE 5 DIRECTORS

Section 5.1 Powers. Subject to the limitations of the Articles of Incorporation, these Bylaws (including, without limitation, Section 4.5 hereof), and of the provisions of Chapter 617 of the Florida Not for Profit Corporation Act pertaining to corporate power, the business and affairs of the Corporation shall be managed and all corporate powers shall be exercised by or under the direction of the Board of Directors. The Board may delegate management of the day-to-day operation of the business of the Corporation to others, provided that the business and affairs of the Corporation shall remain and all corporate powers shall be exercised under the ultimate direction and control of the Board. Without prejudice to such general powers, and subject to the same limitations, it is hereby expressly declared that the Directors shall have the following powers, to wit:

- (a) to select and remove all Officers, agents, and employees of the Corporation who receive compensation in excess of One Hundred Thousand and No/100 Dollars (\$100,000.00) per year and prescribe any powers and duties for them that are consistent with law, with the Articles of Incorporation, and with these Bylaws and fix their compensation;
- (b) to change the principal office or the principal business office in the State of Florida from one location to another; cause the Corporation to be qualified to do

business in any other state, territory, dependency, or country and conduct business within or without the State of Florida and designate any place within or without the State of Florida for the holding of meetings;

(c) to adopt, make and use a corporate seal; provided, however, that such seal shall always contain the words "Corporation Not For Profit";

(d) to hold title to property, collect income therefrom; and

(e) to initiate any legal proceeding or to file suit against any individual or entity, or make any decision for the purpose of responding to the institution of any legal proceeding or answering a complaint against the Corporation; provided, however, that the Board shall notify the Members as soon as reasonably possible after such action or decision.

Section 5.2 Number and Qualification. The number of Directors of the Corporation shall be determined and may be increased or decreased from time to time by the Members, but there shall at all times be at least three (3) Directors. When the number of Directors is decreased, each Director in office shall continue to serve until his or her term expires, or until his or her resignation or removal. Directors shall be of legal age and need not be residents of the State of Florida. Those who seek to be Directors of the Corporation must personally affirm the Corporation's mission statement, must abide in all respects with the corporate policies set forth in these Bylaws, and must characterize personal commitment to the Corporation's mission.

Section 5.3 Election of Directors; Term of Office.

(a) Subject to Section 4.4 above, Directors shall be elected at either a quarterly or annual meeting of the Members. All Directors shall hold office for a period of three (3) years until (i) in the case of Directors whose successors are to be elected, their successors are elected and take office, or (ii) their earlier resignation or removal. In their discretion, the Members shall be permitted to appoint directors who initially have no voting rights during a stipulated trial period, which trial period shall be determined by the Members.

(b) There shall be no cumulative voting.

(c) There shall be no limit on the number of terms each Director may serve on the Board.

Section 5.4 Resignation. Any Director may resign at any time by giving written notice of such resignation to the Board. A resignation is effective when the notice of resignation is given unless the notice of resignation specifies a future date or an effective date determined upon the subsequent happening of an event or events.

Section 5.5 Removal. Any Director may be removed from office for any reason by the Members.

Section 5.6 Vacancies. Any vacancy in the Board occurring during any term of office, including a vacancy created by an increase in the number of Directors, may be filled as determined by the Members for the unexpired portion of the term. Any Director so elected by the Members shall hold office until the succeeding annual meeting of the Members and until the election and qualification of his or her successor.

Section 5.7 Annual Meetings. The annual meeting of the Board may be held at such place or places, within or outside of the State of Florida, as shall be determined by the Board, on the first day of the week in March or at such other date and/or time as may be fixed by the majority of the Board, for the purpose of organization, election of Officers, and the transaction of other business.

Section 5.8 Regular and Special Meetings. Regular meetings of the Board may be held at such times and place or places, within or outside of the State of Florida, as shall be determined by the Board. Special meetings of the Board may be called by the President as he or she sees fit and must be called by the President upon the written request of any two (2) members of the Board. Except as otherwise required by law, the Articles of Incorporation or these Bylaws, any business may be transacted at any Directors' meeting.

Section 5.9 Notice of Meetings. Notice of the time, place and purposes of the annual meeting shall be given to each Director not less than three (3) nor more than twenty-one (21) days before the date thereof. Notice of all special meetings of the Board, except as otherwise provided, shall be given to each Director not less than one (1) nor more than five (5) days before the date thereof. Regular meetings of the Board, held pursuant to a schedule previously adopted by the Board and made known to all Directors, may be held without additional notice. Notice of any meeting may be waived by any Director. At any meeting at which every Director shall be present, even though without any notice or waiver, any business may be transacted.

Section 5.10 Method of Giving Notice. Notices shall be deemed given immediately upon personal delivery, five (5) days following the date of dispatch, postage prepaid, via United States registered or certified mail, return receipt requested, on the next business day following the date of dispatch, delivery charges prepaid, via United States Express Mail, Federal Express Priority Service or other reputable overnight delivery service, or on the date of transmission via telephone electronic facsimile ("fax") or electronic mail ("e-mail"). Notices that are given by mail, overnight delivery service, fax, or e-mail shall be deemed received hereunder only if addressed to the Director at the last address, fax number or e-mail address, as the case may be, that the Director shall have provided in writing to the Secretary of the Corporation for receipt of notices.

Section 5.11 Quorum. At all meetings of the Board, the presence of Directors entitled to cast a majority of all votes that can be cast by all of the Directors (including vacant Director positions) shall be sufficient to constitute a quorum for the transaction of business. The act of Directors casting a majority of the votes cast by Directors present at any meeting at which there is a quorum shall be the act of the Board, except as otherwise specifically may be provided by statute, the Articles of Incorporation of the Corporation or these Bylaws. If at any meeting

there is less than a quorum present, a majority of those present may adjourn the meeting without further notice to any absent Director.

Section 5.12 Electronic Presence at a Meeting. Any or all Directors may participate in any annual, regular or special meeting of the Board by, or conduct the meeting through the use of, any means of communication by which all Directors participating may hear each other simultaneously during the meeting. A Director participating in a meeting by this means shall be deemed to be present in person at the meeting.

Section 5.13 Compensation. Directors shall not receive any stated salary for their services, but by resolution of the Board a fixed reasonable sum or expenses of attendance, if any, or both, may be allowed for attendance at each regular or special meeting of the Board. The Board shall have power in its discretion to contract for and to pay to Directors rendering unusual or exceptional services to the Corporation special compensation appropriate to the value of such services.

Section 5.14 Action Without Meeting. Any action required by law to be taken at a meeting of the Board, or any action that may be taken at a meeting of the Board, may be taken without a meeting or notice if a consent in writing, setting forth the action so taken, shall be signed by all of the members of the Board, and such consent shall have the same force and effect as a unanimous vote at a meeting. Action taken under this Section 5.14 is effective when the last Director signs the consent, unless the consent specifies a different effective date. A consent signed under this Section 5.14 shall have the effect of a meeting vote and may be described as such in any document.

Section 5.15 Committees of the Board. By resolution duly adopted, the Board may establish one (1) or more committees of the Board, each of which shall consist of two (2) or more Directors. To the extent provided by such resolution, such committees shall have and may exercise the authority of the Board in the management of the Corporation; provided, however, that the designation of such committees and delegations of authority thereto shall not operate to relieve the Board, or any Director individually, of any responsibility imposed upon it, him or her by law, the Articles of Incorporation or these Bylaws. Any member of any such committee may be removed by the Board whenever, in the judgment of the Board, the interests of the Corporation would be served best by such removal. The Chairperson (if any) for each committee shall be elected pursuant to a majority vote of the members of such committee. Committees may not act on behalf of the Corporation unless such authority is specifically delegated to the committee, and if such corporate authority is so delegated, it shall be valid only as to a single issue and not in general terms.

ARTICLE 6 OFFICERS

Section 6.1 Officers. The Officers of the Corporation shall be a President, a Secretary, and a Treasurer. The Corporation may also have, at the discretion of the Board, a Chairman of the Board, one or more Vice Presidents, one (1) or more Assistant Secretaries, one (1) or more Assistant Treasurers, and such other Officers as may be appointed in accordance

with the provisions of Section 6.4 of this Article. Any number of offices may be held by the same person.

Section 6.2 Election of Officers. The Officers of the Corporation, except such Officers as may be appointed in accordance with the provisions of Section 6.4 or Section 6.6 of this Article, shall be chosen by the Board, and each shall serve at the pleasure of the Board, subject to the rights, if any, of an Officer under any contract of employment.

Section 6.3 Subordinate Officers. The Board may appoint such other Officers as the business of the Corporation may require, each of whom, shall hold office for such period, have such authority and perform such duties as are provided in the Bylaws or as the Board may from time to time determine. The Board may delegate to the President or any other Officer or committee the power to appoint any such subordinate Officers, committees or agents, to specify their duty and authority, and to determine their compensation.

Section 6.4 Removal and Resignation of Officers. Subject to the rights, if any, of an Officer under any contract of employment, any Officer may be removed, either with or without cause, by the Board, at any regular or special meeting of the Board, or, except in case of an Officer chosen by the Board, by any Officer upon whom such power of removal may be conferred by the Board.

Any Officer may resign at any time by giving written notice to the Corporation. Any resignation shall take effect at the date of the receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the Corporation under any contract to which the Officer is a party.

Section 6.5 Vacancies in Offices. A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these Bylaws for regular election or appointments to that office.

Section 6.6 Chairman of the Board. If such an office be elected, the Chairman of the Board (or a Vice-Chairman of the Board) shall, if present, preside at meetings of the Board and exercise and perform such other powers and duties as may be from time to time assigned to him or her by the Board or prescribed by the Bylaws. If there is no President, the Chairman of the Board shall in addition be the Chief Executive Officer of the Corporation and shall have the powers and duties prescribed in Section 6.7.

Section 6.7 President. Subject to such supervisory powers, if any, as may be given by the Board to the Chairman of the Board, if there be such an Officer, the President shall be the Chief Executive Officer of the Corporation and shall, subject to the control of the Board, have general supervision, direction, and control of the business and the Officers of the Corporation. In the absence of the Chairman of the Board, or if there be none, the President shall preside at all meetings. He or she shall have the general powers and duties of management

usually vested in the office of President of a corporation, and shall have such other powers and duties as may be prescribed by the Board or the Bylaws.

Section 6.8 Vice Presidents. In the absence or disability of the President, the Vice Presidents, if any, in order of their rank as fixed by the Board, or, if not ranked, a Vice President designated by the Board, shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the President. The Vice Presidents shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board or the Bylaws, and the President, or the Chairman of the Board.

Section 6.9 Secretary. The Secretary shall keep or cause to be kept, at the principal executive office or such other place as the Board may direct, a book of minutes of all meetings and actions of Directors and committees of Directors, with the time and place of holding, whether regular or special, and if special, how authorized, the notice given, the names of those present, and a record of the proceedings. The Secretary shall give, or cause to be given, notice of all meetings required by the Bylaws or by law to be given, and he shall keep the seal of the Corporation if one be adopted, in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board or by the Bylaws.

Section 6.10 Treasurer. Subject to such supervisory powers, if any, as may be given by the Board to the Chairman of the Board, if there be such an Officer, the Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains and losses. The books of account shall at all reasonable times be open to inspection by any Director.

The Treasurer shall deposit all moneys and other valuables in the name and to the credit of the Corporation with such depositaries as may be designated by the Board. The Treasurer shall disburse the funds of the Corporation as may be ordered by the Board, shall render to the President and Directors, whenever they request it, an account of all of his or her transactions as Treasurer and of the financial condition of the Corporation, and shall have other powers and perform such other duties as may be prescribed by the Board or the Bylaws.

ARTICLE 7 INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND OTHER AGENTS

Section 7.1 Indemnification. The Corporation shall, to the maximum extent permitted by applicable laws and Chapter 617 of the Florida Statutes, indemnify each of its agents against expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact any such person if or was an agent of the Corporation. For purposes of this Section 7.1, an “agent” of the Corporation includes, without limitation, any person who is or was a Member, Director, Officer, employee, or other agent of the Corporation, or is or was serving at the request of the Corporation as a Member, Director, Officer, employee, or agent of another Corporation, partnership, joint venture,

trust, or other enterprise, or was a Member, Director, Officer, employee or agent of a Corporation which was a predecessor Corporation of the Corporation or of another enterprise at the request of such predecessor Corporation.

Section 7.2 Advances and Insurance. Subject to any limitations or restrictions found in applicable law, the Corporation shall advance funds to an agent or agents for expenses to be incurred in defending any proceeding prior to the final disposition of such proceeding. Further, the Corporation may purchase and maintain Directors and Officers liability insurance, and may purchase professional liability and comprehensive general liability insurance on behalf of its Directors, Officers and committee members, in amounts customarily carried by similar institutions as determined by the Directors, to provide for liability asserted against or incurred by such persons in such capacity or arising out of their status as such, whether or not the Corporation would have the power to indemnify its agents against such liability.

ARTICLE 8 ADVISORY COUNCILS OR BOARDS

Section 8.1 Advisory Councils. The Board may from time to time appoint advisory boards or special councils for specific purposes that do not require corporate action. The composition of such advisory groups may include persons with professional skills or special experience necessary to advise and inform the Board. Such advisory groups shall not have the authority to commit the corporation to any legal contracts or agreements whether or not related to the business of the corporation. The Board shall not lend “apparent authority” to such advisory groups and all related corporate resolutions shall expressly limit the groups’ authority in this respect.

ARTICLE 9 RECORDS AND REPORTS

Section 9.1 Maintenance and Inspection of Records. The Corporation shall keep at its principal office a record of all members of the Board, giving the names and addresses of all such parties.

Section 9.2 Maintenance and Inspection of Bylaws. The Corporation shall keep a copy of the Bylaws, as amended to date, at its principal office, which shall be open to inspection by the Directors at all reasonable times during office hours.

Section 9.3 Maintenance and Inspection of Other Corporate Records. The Corporation shall prepare financial statements and maintain copies of such financial statements at its principal office. The books and records and the minutes of proceedings of the Board and any committee or committees of the Board shall be kept at such place or places designated by the Board, or, in the absence of such designation, at the principal office of the Corporation. The minutes shall be kept in written form and the accounting books and records shall be kept either in written form or in any other form capable of being converted into written form. The financial statements, the minutes and the accounting books and records shall be open to inspection upon

the written demand of any Director at any reasonable time during usual business hours. An inspection pursuant to the terms hereof shall include the right to copy and make extracts.

Section 9.4 Inspection by Directors. Except as otherwise provided in Section 9.3 of this Article, every Director shall have the absolute right at any reasonable time to inspect all other books, records, and documents of every kind and the physical properties of the Corporation. This inspection by a Director may be made upon giving written notice to the Corporation two (2) business days in advance of this inspection. The right of inspection under this Section 9.4 includes the right to copy and make extracts of documents.

Section 9.5 Financial Statements. A copy of any annual financial statement and any income statement of the Corporation for periodic periods of each fiscal year, and any accompanying balance sheet of the Corporation as of the end of each such period, that has been prepared by the Corporation shall be kept on file in the principal office of the Corporation for at least five (5) years and each such statement shall be exhibited at all reasonable times to any Director demanding an examination of any such statement.

Section 9.6 Confidentiality. Except as required by applicable law, legal process or agreements to which the Corporation is a party, each Member, Director and Officer and his or her respective agents shall keep secret and confidential, and agrees to keep secret and confidential, all information acquired relating to the following (all such information being hereinafter referred to as “Confidential Business Information”): (a) the financial condition and other information relating to the business of the Corporation, including without limitation, its rates for services, its operations and contracts, and its business plans and arrangements; (b) the systems, products, plans, services, marketing sales, administration and management procedures, trade relations or practices, techniques and practices heretofore or hereafter acquired, developed and/or used by the Corporation; and (c) the Corporation’s providers, clients, customers, donors, suppliers, vendors, lenders and independent contractors and the provisions and terms of any agreements or proposed agreements between the Corporation and any of such individual or entities; provided that Confidential Business Information shall not include information already publically available. No Member, Director or Officer shall at any time disclose Confidential Business Information to any person, firm, corporation, association or other entity, or use the same in any manner other than in connection with the business and affairs of the Corporation.

ARTICLE 10

GENERAL CORPORATE MATTERS

Section 10.1 Checks, Drafts, Evidences of Indebtedness. All checks, drafts, or other orders for payment of money, notes, or other evidences of indebtedness, issued in the name of or payable to the Corporation, shall be signed or endorsed by such person or persons and in such manner as, from time to time, shall be determined by resolution of the Board.

Section 10.2 Execution of Corporate Contracts and Instruments. The Board, except as otherwise provided in these Bylaws, may authorize any Officer or Officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the Corporation, and this authority may be general or confined to the specific instances; and, unless

so authorized or ratified by the Board or within the agency power of an Officer, no Officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or for any amount.

Section 10.3 Construction and Definitions. Unless the context requires otherwise, the general provisions, rules of construction, and definitions in Chapter 617 of the Florida Statutes, the Florida Not For Profit Corporation Act, as amended from time to time, shall govern the construction of these Bylaws. Without limiting the generality of this provision, the singular number includes the plural, the plural number includes the singular, the masculine pronoun includes the feminine and neuter, and vice versa, and the term “person” includes both a Corporation and a natural person.

Section 10.4 Corporate Seal. The Board may adopt a corporate seal which shall have inscribed thereon the name of the Corporation, the date of its incorporation and the words “Corporation Non-Profit” or a derivation thereof.

ARTICLE 11 AMENDMENTS

Section 11.1 Any Article or Section thereof in these Bylaws or the Articles of Incorporation may be adopted, amended, or repealed only by the affirmative vote of two-thirds (2/3) of the Members.

Approved January 21st, 2020



J. Gerard Legagneur, Esq., *Secretary*

Conflict of Interest and Compensation Policy of Guitars over Guns ("GOGO")

Adopted by the Board of Directors on July 21, 2020

I. Overview

1. Purpose

The purpose of this Conflict of Interest and Compensation Policy (the "policy") is to protect GOGO's interests when it is considering taking an action or entering into a transaction that might benefit the private interests of a director, officer or **key person**¹, result in the payment of excessive compensation to a director, officer or key person; or otherwise violate state and federal laws governing conflicts of interest applicable to nonprofit, charitable organizations.

2. Why is a policy necessary?

As a nonprofit, charitable organization, GOGO is accountable to government agencies, members of the public, and donor and grant writing organizations for responsible and proper use of its resources. Directors and officers have a duty to act in GOGO's best interests and may not use their positions for their own financial or personal benefit.

Conflicts of interest must be taken very seriously since they can damage GOGO's reputation and expose both GOGO and affiliated individuals to legal liability if not handled appropriately. Even the appearance of a conflict of interest should be avoided, as it could undermine public support for GOGO.

3. To whom does the policy apply?

This policy applies to all directors, officers and key persons.

II. Identifying Conflicts of Interest

1. What is a conflict of interest?

A potential conflict of interest arises when a director, officer or key person, or that person's **relative**² or business (a) stands to gain a financial benefit from an action GOGO takes or a transaction into which GOGO enters; or (b) has another interest that impairs, or could be seen to impair, the independence or objectivity of the director, officer or key person in discharging their duties to GOGO.

¹ **Key person** means a person, other than a director or officer, whether or not an employee of GOGO, who:

- a) has responsibilities, or exercises powers or influence over GOGO as a whole similar to the responsibilities, powers, or influence of directors and officers;
- b) manages GOGO, or a segment of GOGO that represents a substantial portion of the activities, assets, income, or expenses of GOGO; or
- c) Alone or with others controls or determines a substantial portion of GOGO's capital expenditures or operating budget.

² **Relative** means a person's spouse or domestic partner, ancestors, brothers and sisters (whether whole or half-blood), children (whether natural or adopted), grandchildren, great-grandchildren, and spouses or domestic partners of brothers, sisters, children, grandchildren and great-grandchildren.

2. **What are some examples of potential conflicts of interest?**

It is impossible to list all the possible circumstances that could present conflicts of interest. Potential conflicts of interest include situations in which a director, officer or key person or that person's relative or business:

- has an ownership or investment interest in any third party that GOGO deals with or is considering dealing with;
- serves on the board of, participates in the management of, or is otherwise employed by or volunteers with any third party that GOGO deals with or is considering dealing with;
- receives or may receive compensation or other benefits in connection with a transaction into which GOGO enters;
- receives or may receive personal gifts or loans from third parties dealing with GOGO;
- serves on the board of directors of another nonprofit organization, is aware that such nonprofit organization is competing with GOGO for a grant or contract, and is materially involved in the grant process for such organization;
- has a close personal or business relationship with a participant in a transaction being considered by GOGO;
- Would like to pursue a transaction being considered by GOGO for their personal benefit.

3. In situations where you are uncertain, err on the side of caution and disclose the potential conflict as set forth in Section III of this policy.

4. **A potential conflict is not necessarily a conflict of interest.** A person has a conflict of interest only if the governance committee decides, pursuant to Section IV of this policy, that a conflict of interest exists.

III. Disclosing Potential Conflicts of Interest

1. You must disclose to the best of your knowledge all potential conflicts of interest as soon as you become aware of them and always before any actions involving the potential conflict are taken. Submit a signed, written statement disclosing all the material facts to the governance committee.
2. You must file an annual disclosure statement in the form attached to this policy. **If you are a director**, you must also file this statement prior to your initial election. Submit the form to the chair of the governance committee.

IV. Determining Whether a Conflict of Interest Exists

1. After there has been disclosure of a potential conflict and after gathering any relevant information from the concerned director, officer or key person, the governance committee shall determine whether there is a conflict of interest. The director, officer or key person shall not be present for deliberation or vote on the matter and must not attempt to influence improperly the determination of whether a conflict of interest exists.

2. In determining whether a conflict of interest exists, the governance committee shall consider whether the potential conflict of interest would cause a transaction entered into by GOGO to raise questions of bias, inappropriate use of GOGO's assets, or any other impropriety.
3. A conflict always exists in the case of a **related party transaction** – a transaction, agreement or other arrangement in which a **related party**³ has a financial interest and in which GOGO or any affiliate of GOGO is a participant.⁴
4. If the governance committee determines that there is a conflict of interest, it shall refer the matter to the board of directors ("board").

V. Procedures for Addressing a Conflict of Interest

1. When a matter involving a conflict of interest comes before the board, the board may seek information from the director, officer or key person with the conflict prior to beginning deliberation and reaching a decision on the matter. However, the individual with the potential conflict of interest shall not be present during the discussion or vote on the matter and must not attempt to influence improperly the deliberation or vote.
2. **Additional Procedures for Addressing Related Party Transactions**
 - a. GOGO may not enter into a related party transaction unless, after good faith disclosure of the material facts by the director, officer or key person, the board or a committee authorized by the board determines that the transaction is fair, reasonable and in GOGO's best interest at the time of such determination.
 - b. If the related party has a substantial financial interest, the board or authorized committee shall:
 - i. prior to entering into the transaction, consider alternative transactions to the extent available;

³ A **related party** is:

1. a director, officer or key person of GOGO or any affiliate of GOGO, or
2. a relative of any individual described in (1), or
3. an entity in which any individual described in (1) or (2) has an ownership or beneficial interest of 35% or more, or in the case of a partnership or professional Corporation, a direct or indirect ownership interest in excess of 5%.

⁴ A transaction is not a related party transaction if:

1. the transaction, or the related party's financial interest in the transaction, is *de minimis*;
2. the transaction would not customarily be reviewed by the board or the boards of similar organizations in the ordinary course of business and is available to others on the same or similar terms; or
3. the transaction constitutes a benefit provided to a related party solely as a member of a class of the beneficiaries that GOGO intends to benefit as part of the accomplishment of its mission (and that benefit is available to all similarly situated members of the same class on the same terms).

- ii. approve the transaction by a vote of not less than a majority of the directors present at the meeting; and
- iii. contemporaneously document in writing the basis for its approval, including its consideration of any alternative transactions.

VI. Minutes and Documentation

The minutes of any board meeting at which a matter involving a conflict of interest or potential conflict of interest was discussed or voted upon shall include:

- a. the name of the interested party and the nature of the interest;
- b. the decision as to whether the interest presented a conflict of interest;
- c. any alternatives to a proposed contract or transaction considered by the board;
- d. whether any director abstained from voting on the proposed contract or transaction;
- e. whether any director left the meeting during the vote on the proposed contract or transaction; and
- f. if the transaction was approved, the basis for the approval.

VII. Prohibited Acts

GOGO shall not make a loan to any director or officer.

**Guitars over Guns
Conflict of Interest Disclosure Statement**

By signing below, I affirm that:

1. I have received and read a copy of the Conflict of Interest and Compensation Policy;
2. I agree to comply with the policy;
3. I have no actual or potential conflicts as defined by the policy or if I have, I have previously disclosed them as required by the policy or am disclosing them below.

Disclose here, to the best of your knowledge:

1. any entity in which you participate (as a director, officer, employee, owner, or member) with which GOGO has a relationship;
2. any transaction in which GOGO is a participant as to which you might have a conflicting interest; and
3. any other situation which may pose a conflict of interest.

Name:

Position:

Signature:

Date:

The road to serving 10,000 students annually by 2030 will require us to transform over three horizons

Phases of Guitars Over Guns Maturity

Horizon 1: “Brilliance in the Basics”

Solidifying GOGO fundamentals

By the end of Horizon 1, GOGO will have:
...a curriculum and training methodology that we can take to any school across the country, and a streamlined set of core processes and systems to enable robust analysis and data-backed decision making

← Our mission is to **empower youth** through **music & mentorship**. →

The road to serving 10,000 students annually by 2030 will require us to transform over three horizons

Phases of Guitars Over Guns Maturity



Horizon 1: “Brilliance in the Basics”

Solidifying GOGO fundamentals

Codify curriculum: Build consistent, universal content that addresses defined program goals and establish training methodology for mentors and HQ

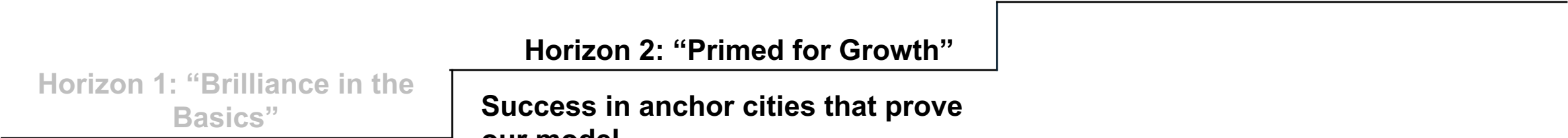
Professionalize operations: Centralize CRM (Salesforce), Finance (MIP), Fundraising (Classy), and Impact Data (Hello Insight) to streamline disparate systems and enable robust analysis and reporting

Set condition to expand: Identify the engagement models (school archetypes) and initial anchor cities to launch

← Our mission is to **empower youth** through **music & mentorship**. →

The road to serving 10,000 students annually by 2030 will require us to transform over three horizons

Phases of Guitars Over Guns Maturity



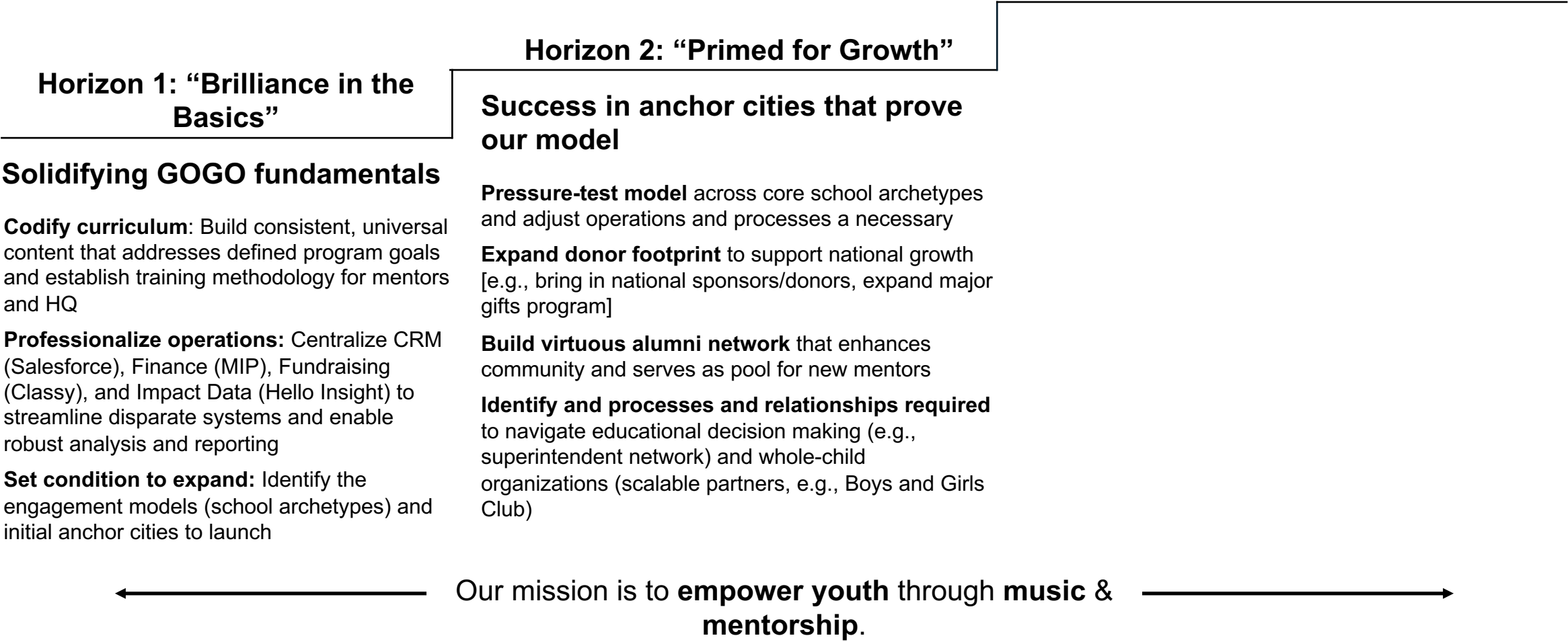
Solidifying GOGO fundamentals

By the end of Horizon 2, GOGO will have:
...a robust operating model that is flexible across the core school archetypes and a donor portfolio that enables us to rapidly expand into target cities within the country; by the end of this phase we will be confident in our ability to successfully launch in any school district and reach any student

← Our mission is to **empower youth** through **music & mentorship.** →

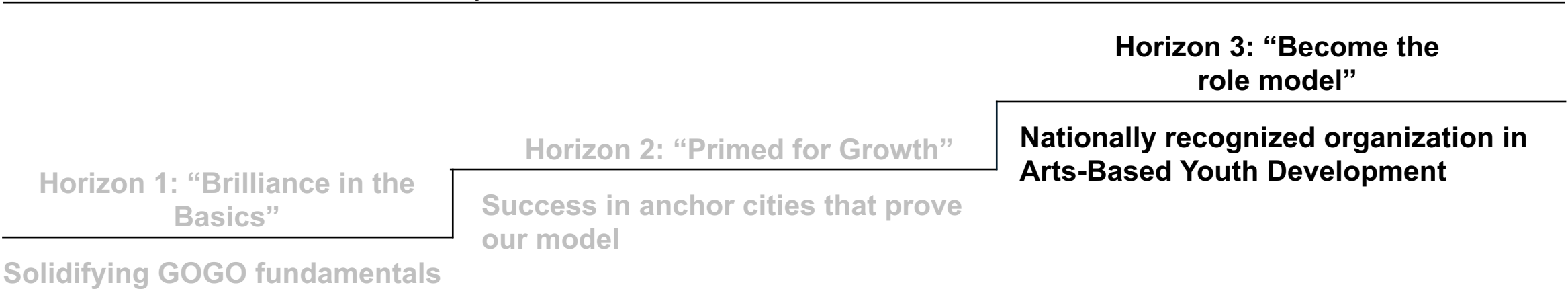
The road to serving 10,000 students annually by 2030 will require us to transform over three horizons

Phases of Guitars Over Guns Maturity



The road to serving 10,000 students annually by 2030 will require us to transform over three horizons

Phases of Guitars Over Guns Maturity

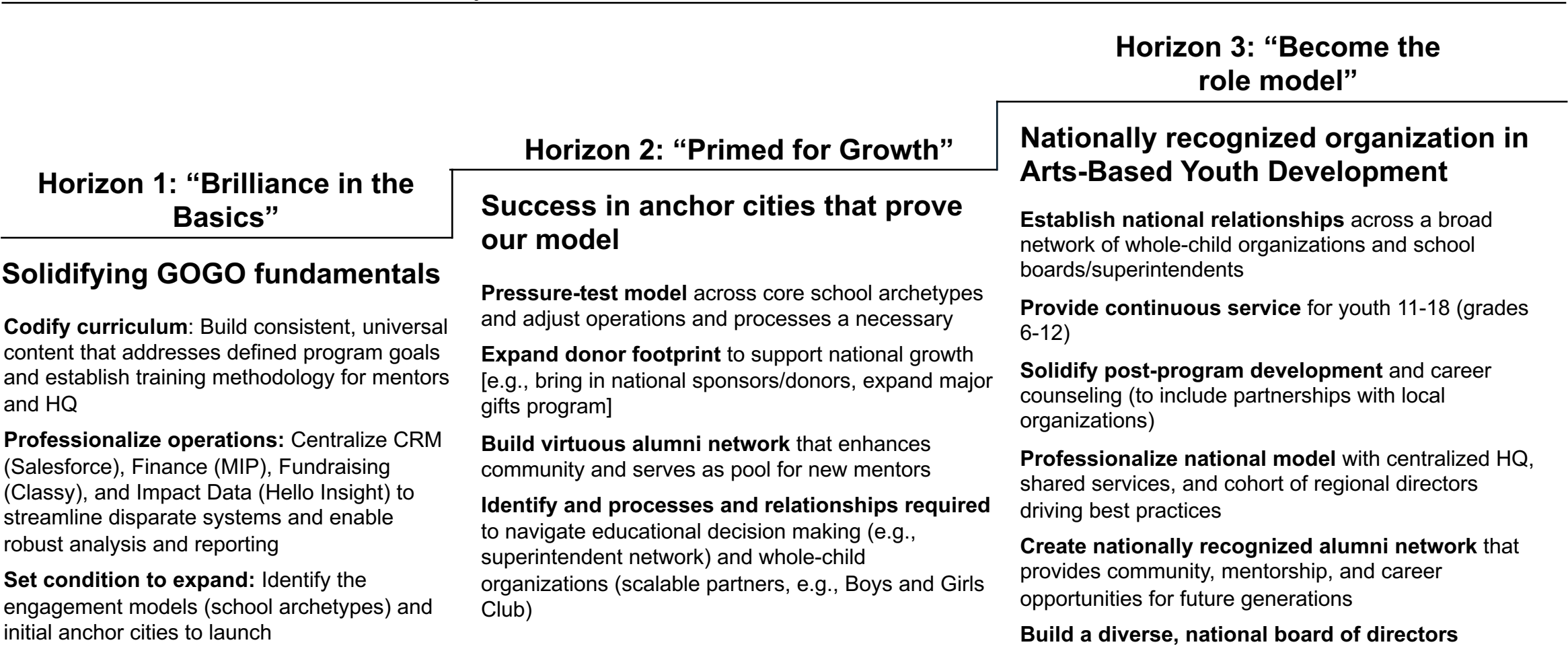


By the end of Horizon 3, GOGO will have:
...a sustainable national footprint driving best-practice programming for arts-based youth development with a connected alumni network

← Our mission is to **empower youth** through **music & mentorship.** →

The road to serving 10,000 students annually by 2030 will require us to transform over three horizons

Phases of Guitars Over Guns Maturity



← Our mission is to **empower youth through music & mentorship.** →

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

OMB No. 1545-0047

2021
Open to Public Inspection**A** For the 2021 calendar year, or tax year beginning **07/01/21**, and ending **06/30/22**

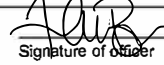
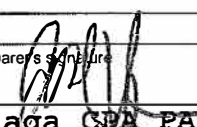
B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization GUITARS OVER GUNS ORGANIZATION, INC		D Employer identification number 26-2644682
	Doing business as		E Telephone number 847-420-6327
	Number and street (or P.O. box if mail is not delivered to street address) 169 E. FLAGLER STREET, SUITE 1134		Room/suite
	City or town, state or province, country, and ZIP or foreign postal code Miami FL 33131		G Gross receipts \$ 3,468,176
	F Name and address of principal officer: DR C. FRANK BERNSTEIN 169 E. FLAGLER STREET SUITE 1134 MIAMI FL 33131		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. See instructions
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: WWW.GUITARSOVERGUNS.ORG H(c) Group exemption number ▶			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			L Year of formation: 2008 M State of legal domicile: FL

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: See Schedule O		
	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)	4	14
	4 Number of independent voting members of the governing body (Part VI, line 1b)	5	12
	5 Total number of individuals employed in calendar year 2021 (Part V, line 2a)	6	17
	6 Total number of volunteers (estimate if necessary)	7a	50
Revenue	7a Total unrelated business revenue from Part VIII, column (C), line 12	7b	0
	b Net unrelated business taxable income from Form 990-T, Part I, line 11		0
	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	2,354,576	2,841,348
Expenses	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	89,418	154,644
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	44	330,023
	12 Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	361,552	2,774,017
	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3)	0	0
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0	977,301
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	0	1,197,321
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0	341,858
	b Total fundraising expenses (Part IX, column (D), line 25) ▶	1,285,938	1,470,158
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	2,263,239	2,667,479
	18 Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	510,778	690,109
Net Assets or Fund Balances	19 Revenue less expenses. Subtract line 18 from line 12	Beginning of Current Year	End of Year
	20 Total assets (Part X, line 16)	2,227,825	2,893,527
	21 Total liabilities (Part X, line 26)	35,090	11,897
	22 Net assets or fund balances. Subtract line 21 from line 20	2,192,735	2,881,630

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		03/08/2023
	Signature of officer	Date
Paid Preparer Use Only	DR C. FRANK BERNSTEIN	CEO
	Type or print name and title	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature
	John-Paul Madariaga	
	Date	Check <input type="checkbox"/> if self-employed PTIN
	05/17/23	P01396578
Paid Preparer Use Only	Firm's name	Firm's EIN
	Gutierrez Madariaga CPA PA	94-3458074
Paid Preparer Use Only	Firm's address	Phone no.
	8025 NW 162nd St Miami Lakes, FL 33016	305-778-1899

May the IRS discuss this return with the preparer shown above? See instructions

☒ Yes ☐ NoFor Paperwork Reduction Act Notice, see the separate instructions.
DAAForm **990** (2021)

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☒**1** Briefly describe the organization's mission:**See Schedule O****2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

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

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

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

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.**4a** (Code:) (Expenses \$ **1,999,604** including grants of \$) (Revenue \$)

Guitars Over Guns provided arts-based youth development for over 1,000 students at school and community sites across our program locations. Working with their mentors, our young people built artistic, social emotional, and academic skills through our unique model that included mentorship sessions, performances and recording opportunities.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)**N/A****4c** (Code:) (Expenses \$ including grants of \$) (Revenue \$)**N/A****4d** Other program services (Describe on Schedule O.)

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

4e Total program service expenses **1,999,604**

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 Rev. Proc. 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 donor-restricted endowments or in quasi endowments? If "Yes," complete Schedule D, Part V		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X, as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI	X	
b Did the organization report an amount for investments—other securities in Part X, line 12, that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII		X
c Did the organization report an amount for investments—program related in Part X, line 13, that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII		X
d Did the organization report an amount for other assets in Part X, line 15, that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I. See instructions		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II		X

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck 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	157
b Enter the number of Forms W-2G included on line 1a. Enter -0- if not applicable	1b	0
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)		Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	17
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. See instructions.	2b	X
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	X
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation on Schedule O	3b	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	X
b	If "Yes," enter the name of the foreign country See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	X
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a	X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	X
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8	
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a	
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b	
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note: See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation on Schedule O	14b	
15	Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see instructions and file Form 4720, Schedule N.	15	X
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.	16	X
17	Section 501(c)(21) organizations. Did the trust, any disqualified person, or mine operator engage in activities that would result in the imposition of an excise tax under section 4951, 4952 or 4953? If "Yes," complete Form 6069.	17	

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions. Check if Schedule O contains a response or note to any line in this Part VI ☒

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.	1a	14
b	Enter the number of voting members included on line 1a, above, who are independent	1b	12
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, 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
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	X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	8a	X
b	Each committee with authority to act on behalf of the governing body?	8b	X
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O	9	X

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

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X
b	Describe on 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	X
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe on Schedule O how this was done	12c	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	15a	X
b	Other officers or key employees of the organization	15b	X
	If "Yes" to line 15a or 15b, describe the process on 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	X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ► **FL, IL**

18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☒ Another's website ☒ Upon request ☐ Other (explain on Schedule O)

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

20 State the name, address, and telephone number of the person who possesses the organization's books and records ►
LARRYCO INC **20625 NW 22ND COURT** **FL 33180** **305-333-6858**
Miami

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****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, Form 1099-MISC, and/or box 1 of Form 1099-NEC) 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.

See the instructions for the order in which to list the persons above.

☐ 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/ 1099-NEC)	(E) Reportable compensation from related organizations (W-2/ 1099-MISC/ 1099-NEC)	(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) DR C. FRANK BERNSTEIN	40.00									
CEO	0.00	X		X				140,000	0	4,000
(2) LISA ANASTOS	1.00									
DIRECTOR	0.00	X						0	0	0
(3) ROBERT J. BERNSTEIN	2.00									
TREASURER/DIRECTOR	0.00	X		X				0	0	0
(4) JIM BERRY	1.00									
DIRECTOR	0.00	X						0	0	0
(5) EBONY HOWARD	1.00									
DIRECTOR	0.00	X						0	0	0
(6) SCOTT JACOBSON	1.00									
DIRECTOR	0.00	X						0	0	0
(7) J. GERARD LEGAGNEUR	1.00									
SECRETARY/DIRECTOR	0.00	X		X				0	0	0
(8) KELLIE O'CONNELL	1.00									
DIRECTOR	0.00	X						0	0	0
(9) JACQUIE O'MALLEY	1.00									
DIRECTOR	0.00	X						0	0	0
(10) GABRIEL PIERRE	1.00									
DIRECTOR	0.00	X						0	0	0
(11) ANDREW STROTH	1.00									
DIRECTOR	0.00	X						0	0	0

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/ 1099-MISC/ 1099-NEC)	(E) Reportable compensation from related organizations (W-2/ 1099-MISC/ 1099-NEC)	(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			
(12) CHAD TURNER	1.00									
DIRECTOR	0.00	X						0	0	0
(13) DAVE WALSH	1.00									
DIRECTOR	0.00	X						0	0	0
(14) H. JORDAN WEITZ	1.00									
DIRECTOR	0.00	X						0	0	0
1b Subtotal								140,000		4,000
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)								140,000		4,000

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

	Yes	No
3 Did the organization list any former officer, director, trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		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		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

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

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

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

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e	2,248,886			
	f All other contributions, gifts, grants, and similar amounts not included above	1f	592,462			
	g Noncash contributions included in lines 1a-1f	1g	\$			
	h Total. Add lines 1a-1f		2,841,348			
Program Service Revenue	2a PROGRAM REVENUE	Business Code	711130	154,644	154,644	
	b					
	c					
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f		154,644			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		44			44
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6a Gross rents	6a				
	b Less: rental expenses	6b				
	c Rental inc. or (loss)	6c				
	d Net rental income or (loss)					
	7a Gross amount from sales of assets other than inventory	7a				
	b Less: cost or other basis and sales exps.	7b				
	c Gain or (loss)	7c				
	d Net gain or (loss)					
	8a Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18	8a	472,140			
	b Less: direct expenses	8b	110,588			
	c Net income or (loss) from fundraising events		361,552			
	9a Gross income from gaming activities. See Part IV, line 19	9a				
b Less: direct expenses	9b					
c Net income or (loss) from gaming activities						
10a Gross sales of inventory, less returns and allowances	10a					
b Less: cost of goods sold	10b					
c Net income or (loss) from sales of inventory						
Miscellaneous Revenue	11a	Business Code				
	b					
	c					
	d All other revenue					
	e Total. Add lines 11a-11d					
12 Total revenue. See instructions		3,357,588	154,644	0	44	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☒**Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.**

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21				
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	148,333	90,483	28,183	29,667
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	939,633	577,561	181,435	180,637
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes	109,355	69,399	20,220	19,736
11 Fees for services (nonemployees):				
a Management	5,253		5,253	
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	956,344	918,400		37,944
12 Advertising and promotion				
13 Office expenses	31,783	18,346	1,692	11,745
14 Information technology	89,541	41,487	25,882	22,172
15 Royalties				
16 Occupancy	13,340	13,340		
17 Travel	17,606	11,954	147	5,505
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,693		1,693	
23 Insurance	55,215	32,764	17,474	4,977
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a STUDENT EXPENSES	71,205	64,698	1,550	4,957
b MUSIC EQUIP & INSTRUMENTS	41,020	41,020		
c PERFORMANCES	40,711	38,981		1,730
d PROFESSIONAL FEES	36,000		36,000	
e All other expenses	110,447	81,171	6,488	22,788
25 Total functional expenses. Add lines 1 through 24e	2,667,479	1,999,604	326,017	341,858
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	1,326,144	1	2,053,281
	2 Savings and temporary cash investments	488,378	2	497,380
	3 Pledges and grants receivable, net	408,092	3	339,348
	4 Accounts receivable, net		4	
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 23,974		
	b Less: accumulated depreciation	10b 20,456	5,211	10c 3,518
	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 33)		2,227,825	16	2,893,527
Liabilities	17 Accounts payable and accrued expenses	35,090	17	11,897
	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 any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25		35,090	26
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	1,925,425	27	2,614,320
	28 Net assets with donor restrictions	267,310	28	267,310
	Organizations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds		29	
	30 Paid-in or capital surplus, or land, building, or equipment fund		30	
	31 Retained earnings, endowment, accumulated income, or other funds		31	
	32 Total net assets or fund balances	2,192,735	32	2,881,630
33 Total liabilities and net assets/fund balances	2,227,825	33	2,893,527	

Form **990** (2021)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	3,357,588
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,667,479
3	Revenue less expenses. Subtract line 2 from line 1	3	690,109
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	2,192,735
5	Net unrealized gains (losses) on investments	5	-1,214
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain on Schedule O)	9	
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	2,881,630

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.		X
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits		

Form **990** (2021)

SCHEDULE A
(Form 990)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ **Attach to Form 990 or Form 990-EZ.**

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

OMB No. 1545-0047

2021

**Open to Public
Inspection**

Name of the organization

GUITARS OVER GUNS ORGANIZATION, INC

Employer identification number

26-2644682

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

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E (Form 990).)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state:
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university:
- 10 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions, subject to certain exceptions; and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 11 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 12 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box on lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
 - f Enter the number of supported organizations
 - g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

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

Schedule A (Form 990) 2021

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) 2017	(b) 2018	(c) 2019	(d) 2020	(e) 2021	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	748,582	1,253,586	1,882,001	2,354,576	2,841,348	9,080,093
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	748,582	1,253,586	1,882,001	2,354,576	2,841,348	9,080,093
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)						169,521
6 Public support. Subtract line 5 from line 4						8,910,572

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2017	(b) 2018	(c) 2019	(d) 2020	(e) 2021	(f) Total
7 Amounts from line 4	748,582	1,253,586	1,882,001	2,354,576	2,841,348	9,080,093
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources			2,650		44	2,694
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	6,370					6,370
11 Total support. Add lines 7 through 10						9,089,157
12 Gross receipts from related activities, etc. (see instructions)					12	2,023,112
13 First 5 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 2021 (line 6, column (f) divided by line 11, column (f))	14	98.04 %
15 Public support percentage from 2020 Schedule A, Part II, line 14	15	99.85 %
16a 33 1/3% support test—2021. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		▶ <input checked="" type="checkbox"/>
b 33 1/3% support test—2020. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		▶ <input type="checkbox"/>
17a 10%-facts-and-circumstances test—2021. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization		▶ <input type="checkbox"/>
b 10%-facts-and-circumstances test—2020. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here. Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization		▶ <input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		▶ <input type="checkbox"/>

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

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II.
If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2017	(b) 2018	(c) 2019	(d) 2020	(e) 2021	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2017	(b) 2018	(c) 2019	(d) 2020	(e) 2021	(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 on line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2021 (line 8, column (f), divided by line 13, column (f))	15	%
16 Public support percentage from 2020 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2021 (line 10c, column (f), divided by line 13, column (f))	17	%
18 Investment income percentage from 2020 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests—2021. 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—2020. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ► ☐

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

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer lines 3b and 3c below.		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.		
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes," and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer lines 5b and 5c below (if applicable). Also, provide detail in Part VI , including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described on line 7? If "Yes," complete Part I of Schedule L (Form 990).		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons, as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .		
b Did one or more disqualified persons (as defined on line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .		
c Did a disqualified person (as defined on line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer line 10b below.		
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described on lines 11b and 11c below, the governing body of a supported organization?	11a	
b A family member of a person described on line 11a above?	11b	
c A 35% controlled entity of a person described on line 11a or 11b above? If "Yes" to line 11a, 11b, or 11c, provide detail in Part VI.	11c	

Section B. Type I Supporting Organizations

	Yes	No
1 Did the governing body, members of the governing body, officers acting in their official capacity, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's officers, directors, or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove officers, directors, or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.	1	
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.	2	

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).	1	

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1	
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).	2	
3 By reason of the relationship described on line 2, above, did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.	3	

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).		
a	<input type="checkbox"/>	The organization satisfied the Activities Test. Complete line 2 below.
b	<input type="checkbox"/>	The organization is the parent of each of its supported organizations. Complete line 3 below.
c	<input type="checkbox"/>	The organization supported a governmental entity. Describe in Part VI how you supported a governmental entity (see instructions).
2 Activities Test. Answer lines 2a and 2b below.		
a	2a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.
b	2b	Did the activities described on line 2a, above, constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.
3 Parent of Supported Organizations. Answer lines 3a and 3b below.		
a	3a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? If "Yes" or "No," provide details in Part VI.
b	3b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in **Part VI**). See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A – Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3.	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	
Section B – Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d.	3	
4	Cash deemed held for exempt use. Enter 0.015 of line 3 (for greater amount, see instructions).	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by 0.035.	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	
Section C – Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, column A)	1	
2	Enter 0.85 of line 1.	2	
3	Minimum asset amount for prior year (from Section B, line 8, column A)	3	
4	Enter greater of line 2 or line 3.	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D – Distributions		Current Year	
1	Amounts paid to supported organizations to accomplish exempt purposes		
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity		
3	Administrative expenses paid to accomplish exempt purposes of supported organizations		
4	Amounts paid to acquire exempt-use assets		
5	Qualified set-aside amounts (prior IRS approval required—provide details in Part VI)		
6	Other distributions (describe in Part VI). See instructions.		
7	Total annual distributions. Add lines 1 through 6.		
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.		
9	Distributable amount for 2021 from Section C, line 6		
10	Line 8 amount divided by line 9 amount		

Section E – Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2021	(iii) Distributable Amount for 2021
1 Distributable amount for 2021 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2021 (reasonable cause required—explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2021			
a From 2016			
b From 2017			
c From 2018			
d From 2019			
e From 2020			
f Total of lines 3a through 3e			
g Applied to underdistributions of prior years			
h Applied to 2021 distributable amount			
i Carryover from 2016 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from line 3f.			
4 Distributions for 2021 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2021 distributable amount			
c Remainder. Subtract lines 4a and 4b from line 4.			
5 Remaining underdistributions for years prior to 2021, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions.			
6 Remaining underdistributions for 2021 Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions.			
7 Excess distributions carryover to 2022. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2017			
b Excess from 2018			
c Excess from 2019			
d Excess from 2020			
e Excess from 2021			

Schedule A (Form 990) 2021

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

Part II, Line 10 - Other Income Detail

Performances and miscellaneous \$ 6,370

**Schedule B
(Form 990)**Department of the Treasury
Internal Revenue Service**Schedule of Contributors**▶ Attach to Form 990 or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2021

Name of the organization

Employer identification number

GUITARS OVER GUNS ORGANIZATION, INC**26-2644682**

Organization type (check one):

Filers of:**Section:**

Form 990 or 990-EZ

☒ 501(c)(**3**) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☐ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☐ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☒ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990).

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

Schedule B (Form 990) (2021)

Name of organization

GUITARS OVER GUNS ORGANIZATION, INC

Employer identification number

26-2644682

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	FLORIDA BLUE FOUNDATION PO BOX 2210 JACKSONVILLE FL 32203-2210	\$ 141,250	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	THE MIAMI FOUNDATION MUSIC ACCESS MIAMI FUND 40 NW 3RD STREET, SUITE 1134 MIAMI FL 33131	\$ 223,080	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	THE ELMA MUSIC FOUNDATION 99 PARK AVENUE, SUITE 1740 NEW YORK NY 10016	\$ 100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	THE CHILDREN'S TRUST 3150 SW 3RD AVENUE, 8TH FL MIAMI FL 33129	\$ 302,634	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	MIAMI-DADE COUNTY 111 NW 1ST STREET, STE 625 MIAMI FL 33128-1902	\$ 144,720	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	THE ELEVATE PRIZE FOUNDATION 1111 LINCOLN ROAD, STE 500 MIAMI BEACH FL 33139-2452	\$ 100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

GUITARS OVER GUNS ORGANIZATION, INC

Employer identification number

26-2644682

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	CITY OF CHICAGO 400 W SUPERIOR ST 1ST FL CHICAGO IL 60654	\$ 93,357	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
8	THE JORGE PEREZ FAMILY FOUNDATION 40 NW 3RD ST STE 305 MIAMI FL 33128	\$ 115,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
9	THE LOVETT-WOODSUM FOUNDATION 117 CROMWELL POINT RD HOLDERNESS NH 03245	\$ 100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
10	THE FREDERICK A. DELUCA FOUNDATION 500 EAST BROWARD BLVD STE. 2300 FT LAUDERDALE FL 33394	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

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

OMB No. 1545-0047

2021

Open to Public
Inspection

Name of the organization

Employer identification number

GUITARS OVER GUNS ORGANIZATION, INC

26-2644682

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

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements.

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

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

<input type="checkbox"/> Preservation of land for public use (for example, recreation or education)	<input type="checkbox"/> Preservation of a 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	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 7/25/06, and not on a historic structure listed in the National Register	2d

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

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

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes ☐ No

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(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" on Form 990, Part IV, line 8.

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

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

(i) Revenue included on Form 990, Part VIII, line 1 ▶ \$

(ii) Assets included in Form 990, Part X ▶ \$

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

a Revenue included on Form 990, Part VIII, line 1 ▶ \$

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

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

Schedule D (Form 990) 2021

DAA

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

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

☐

Public exhibition

b

☐

Scholarly research

c

☐

Preservation for future generations

d

☐

Loan or exchange program

e

☐

Other
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?
- ☐

Yes

☐

No

Part IV Escrow and Custodial Arrangements.

Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?
- ☐

Yes

☐

No
- 1b If "Yes," explain the arrangement in Part XIII and complete the following table:
- | | Amount |
|----------------------------------|--------|
| 1c Beginning balance | |
| 1d Additions during the year | |
| 1e Distributions during the year | |
| 1f Ending balance | |
- 2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?
- ☐

Yes

☐

No
- 2b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds.

Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

- | | (a) Current year | (b) Prior year | (c) Two years back | (d) Three years back | (e) Four years back |
|---|------------------|----------------|--------------------|----------------------|---------------------|
| 1a Beginning of year balance | | | | | |
| 1b Contributions | | | | | |
| 1c Net investment earnings, gains, and losses | | | | | |
| 1d Grants or scholarships | | | | | |
| 1e Other expenditures for facilities and programs | | | | | |
| 1f Administrative expenses | | | | | |
| 1g End of year balance | | | | | |
- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment

b Permanent endowment

c Term endowment
- %

%

%
- The percentages on lines 2a, 2b, and 2c should equal 100%.
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- (i) Unrelated organizations

(ii) Related organizations
- b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?
- | | Yes | No |
|--------|-----|----|
| 3a(i) | | |
| 3a(ii) | | |
| 3b | | |
- 4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
1b Buildings				
1c Leasehold improvements				
1d Equipment				
1e Other		23,974	20,456	3,518
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				3,518

Part VII Investments – Other Securities.

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

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

Part VIII Investments – Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

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

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

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

Part X Other Liabilities.

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

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

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ☒

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

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

1	Total revenue, gains, and other support per audited financial statements	1	3,356,374
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	-1,214
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	-1,214
3	Subtract line 2e from line 1	3	3,357,588
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	3,357,588

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

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

1	Total expenses and losses per audited financial statements	1	2,667,479
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	2,667,479
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	2,667,479

Part XIII Supplemental Information.

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

Part X - FIN 48 Footnote

THE ORGANIZATION HAS ADOPTED THE PROVISIONS OF ASC NO 740, "ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES" ("ASC NO 740"). ASC 740 REQUIRED THAT THE IMPACT OF TAX POSITIONS TO BE RECOGNIZED IN THE FINANCIAL STATEMENTS IF THEY ARE MORE LIKELY THAN NOT OF BEING SUSTAINED UPON EXAMINATION. ACCORDINGLY, NO PROVISION FOR INCOME TAXES IS MADE IN THE FINANCIAL STATEMENTS. AT 6/30/22, THERE WERE NO UNCERTAIN TAX POSITIONS. THE ORGANIZATION FILES TAX RETURNS WITH US FEDERAL AND OTHER TAX AUTHORITIES FOR WHICH STATUE LIMITATIONS MAY GO BACK TO THE YEAR ENDED 2019.

Part XIII Supplemental Information (continued)

[illegible]

SCHEDULE G
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" on Form 990, Part IV, line 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

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

OMB No. 1545-0047

2021

Open to Public
Inspection

Name of the organization

GUITARS OVER GUNS ORGANIZATION, INC

Employer identification number

26-2644682

Part I Fundraising Activities. Complete if the organization answered "Yes" on Form 990, Part IV, line 17.
Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a ☐ Mail solicitations e ☐ Solicitation of non-government grants
b ☐ Internet and email solicitations f ☐ Solicitation of government grants
c ☐ Phone solicitations g ☐ Special fundraising events
d ☐ In-person solicitations

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ Yes ☐ No

b If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total						

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1 <u>CHOOSE YOUR SOURCE</u> (event type)	(b) Event #2 _____ (event type)	(c) Other events <u>None</u> (total number)	(d) Total events (add col. (a) through col. (c))
Revenue	1 Gross receipts	472,140			472,140
	2 Less: Contributions ..				
	3 Gross income (line 1 minus line 2)	472,140			472,140
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	15,065			15,065
	7 Food and beverages	63,220			63,220
	8 Entertainment				
	9 Other direct expenses	32,303			32,303
	10 Direct expense summary. Add lines 4 through 9 in column (d)				110,588
	11 Net income summary. Subtract line 10 from line 3, column (d)				361,552

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes % <input type="checkbox"/> No	<input type="checkbox"/> Yes % <input type="checkbox"/> No	<input type="checkbox"/> Yes % <input type="checkbox"/> No	
7 Direct expense summary. Add lines 2 through 5 in column (d)					
8 Net gaming income summary. Subtract line 7 from line 1, column (d)					

9 Enter the state(s) in which the organization conducts gaming activities:

a Is the organization licensed to conduct gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain:

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain:

- 11 Does the organization conduct gaming activities with nonmembers? ☐ Yes ☐ No
- 12 Is the organization a grantor, beneficiary or trustee of a trust, or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13 Indicate the percentage of gaming activity conducted in:
- | | | |
|-------------------------------|-----|---|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | % |
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶

Address ▶

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ and the amount of gaming revenue retained by the third party ▶ \$
- c If "Yes," enter name and address of the third party:

Name ▶

Address ▶

16 Gaming manager information:

Name ▶

Gaming manager compensation ▶ \$

Description of services provided ▶

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v); and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information. See instructions.

**SCHEDULE O
(Form 990)**

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

OMB No. 1545-0047

2021

**Open to Public
Inspection**

Name of the organization

GUITARS OVER GUNS ORGANIZATION, INC

Employer identification number

26-2644682

Form 990 - Organization's Mission

Guitars Over Guns Organization, Inc. (the "Organization") is a Florida-based non-profit organization of professional musicians that provides mentoring, music instruction, and performing opportunities to at-risk youth in order to reduce dropout rates and empower its participants. The Organization helps young people living in negative and dangerous environments to discover the life-changing power of music through a structured program of music instruction and strong mentoring relationships with professional musicians.

Form 990, Part VI, Line 2 - Related Party Information Among Officers

ROBERT J. BERNSTEIN

DR. CHAD BERNSTEIN

TREASURER

CEO & DIR

FATHER AND SON

Form 990, Part VI, Line 11b - Organization's Process to Review Form 990

THE PREPARED FORM 990 IS REVIEWED AND APPROVED BY THE GOVERNING BODY AND LEGAL COUNSEL BEFORE THE RETURN IS FILED WITH THE IRS.

Form 990, Part VI, Line 12c - Enforcement of Conflicts Policy

THE GOVERNING BODY REVIEWS AND SIGNS A CONFLICT-OF-INTEREST POLICY ON AN ANNUAL BASIS. FOR ANY ITEMS THAT PRESENT A CONFLICT OF INTEREST, ANY DIRECTOR WITH SUCH A CONFLICT ABSTAINS FROM VOTING.

Form 990, Part VI, Line 15a - Compensation Process for Top Official

Name of the organization

Employer identification number

GUITARS OVER GUNS ORGANIZATION, INC

26-2644682

IN ACCORDANCE WITH THE ORGANIZATION'S COMPLIANCE POLICY GOVERNING THE DETERMINATION OF COMPENSATION, THE GOVERNING BODY ESTABLISHES EMPLOYEE COMPENSATION BASED ON ADVICE FROM LEGAL COUNSEL AND COMPARISONS WITH COMPENSATION DATA FOR COMPARABLE POSITIONS AT SIMILAR ORGANIZATIONS, THEN SUCH COMPENSATION IS APPROVED AND DOCUMENTED WITH A FORMAL VOTE OF THE GOVERNING BODY.

Form 990, Part VI, Line 15b - Compensation Process for Officers

IN ACCORDANCE WITH THE ORGANIZATION'S COMPLIANCE POLICY GOVERNING THE DETERMINATION OF COMPENSATION, THE GOVERNING BODY ESTABLISHES EMPLOYEE COMPENSATION BASED ON ADVICE FROM LEGAL COUNSEL AND COMPARISONS WITH COMPENSATION DATA FOR COMPARABLE POSITIONS AT SIMILAR ORGANIZATIONS, THEN SUCH COMPENSATION IS APPROVED AND DOCUMENTED WITH A FORMAL VOTE OF THE GOVERNING BODY.

Form 990, Part VI, Line 19 - Governing Documents Disclosure Explanation

ALL GOVERNING DOCUMENTS SUBJECT TO PUBLIC DISCLOSURE ARE AVAILABLE TO THE PUBLIC UPON REQUEST.

Form 990, Part IX, Line 11g - Other Fees for Services

Description

Tot/Prog Service

Mgt & General

Fundraising

MENTORS

\$ 853,520

\$ 0

\$ 60

OUTSIDE CONTRACTORS

\$ 64,880

\$ 0

\$ 37,884

Total

Page 1 of 2

Schedule O (Form 990) 2021

Name of the organization

GUITARS OVER GUNS ORGANIZATION, INC

Employer identification number

26-2644682

\$	918,400	\$	0	\$	37,944
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Depreciation and Amortization
(Including Information on Listed Property)

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4562 for instructions and the latest information.

Name(s) shown on return

GUITARS OVER GUNS ORGANIZATION, INC

Identifying number

26-2644682

Business or activity to which this form relates

Indirect Depreciation

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	1	1,050,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,620,000
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2020 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5. See instructions	11	
12	Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11	12	
13	Carryover of disallowed deduction to 2022. Add lines 9 and 10, less line 12	13	

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property. See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year. See instructions	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	1,693

Part III MACRS Depreciation (Don't include listed property. See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2021	17	0
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B—Assets Placed in Service During 2021 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	

Section C—Assets Placed in Service During 2021 Tax Year Using the Alternative Depreciation System

20a Class life				S/L	
b 12-year			12 yrs.	S/L	
c 30-year			30 yrs.	MM	S/L
d 40-year			40 yrs.	MM	S/L

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations—see instructions	22	1,693
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

For Paperwork Reduction Act Notice, see separate instructions.

DAA

There are no amounts for Page 2

Form **4562** (2021)

GUITARS OVER GUNS ORGANIZATION, INC.

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT

FOR THE YEAR ENDED
JUNE 30, 2022

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GUTIERREZ MADARIAGA

CERTIFIED PUBLIC ACCOUNTANTS & ADVISORS

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of
Guitars Over Guns Organization, Inc.
Miami, Florida

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Guitars Over Guns Organization, Inc. (a nonprofit organization) (the "Organization"), which comprise the statement of financial position as of June 30, 2022, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Organization as of June 30, 2022, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Organization and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

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 the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Organization's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Organization's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated October 28, 2022 on our consideration of the Organization's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Organization's internal control over financial reporting and compliance.

Gutierrez Madariaga, CPA P.A.

GUTIERREZ MADARIAGA, CPA P.A.

Miami, Florida

October 28, 2022

GUITARS OVER GUNS ORGANIZATION, INC.
STATEMENT OF FINANCIAL POSITION
JUNE 30, 2022

ASSETS

CURRENT ASSETS

Cash and cash equivalents	\$ 2,053,281
Investments	497,380
Grants and accounts receivable	309,348
Pledge receivable - current	30,000
TOTAL CURRENT ASSETS	2,890,009

PROPERTY AND EQUIPMENT, NET	3,517
TOTAL ASSETS	\$ 2,893,526

LIABILITIES AND NET ASSETS

CURRENT LIABILITIES

Accounts payable and accrued expenses	\$ 11,897
CURRENT LIABILITIES	11,897

TOTAL LIABILITIES	11,897
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NET ASSETS

Without donor restrictions	2,614,319
With donor restrictions	267,310
TOTAL NET ASSETS	2,881,629

TOTAL LIABILITIES AND NET ASSETS	\$ 2,893,526
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The accompanying notes are an integral part of these financial statements.

GUITARS OVER GUNS ORGANIZATION, INC.
STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2022

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES AND OTHER SUPPORT			
Foundations and other contributions	\$ 1,946,576	\$ 302,310	\$ 2,248,886
Grant revenues	592,462	-	592,462
Special events, net of direct costs of \$110,588	361,552	-	361,552
Program services and other income	154,644	-	154,644
Investment income, net of fees	44	-	44
Unrealized/realized loss on investment, net	(1,214)	-	(1,214)
Net assets released from restrictions	302,310	(302,310)	-
TOTAL REVENUES AND OTHER SUPPORT	<u>3,356,374</u>	<u>-</u>	<u>3,356,374</u>
EXPENSES			
Program services	<u>1,999,604</u>	<u>-</u>	<u>1,999,604</u>
	1,999,604	-	1,999,604
Supporting services:			
Fundraising	341,857	-	341,857
General and administrative	<u>326,019</u>	<u>-</u>	<u>326,019</u>
TOTAL EXPENSES	<u>2,667,480</u>	<u>-</u>	<u>2,667,480</u>
CHANGE IN NET ASSETS	688,894	-	688,894
NET ASSETS, at beginning of year	<u>1,925,425</u>	<u>267,310</u>	<u>2,192,735</u>
NET ASSETS, at end of year	<u>\$ 2,614,319</u>	<u>\$ 267,310</u>	<u>\$ 2,881,629</u>

The accompanying notes are an integral part of these financial statements.

GUITARS OVER GUNS ORGANIZATION, INC.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2022

	Program Services	Supporting Services		Total Expenses
		Fundraising	General & Administrative	
Salaries	\$ 668,044	\$ 210,303	\$ 209,619	\$ 1,087,966
Payroll taxes and other	69,399	19,736	20,220	109,355
Mentors	853,520	60	-	853,580
Awards	3,636	-	-	3,636
Bad debt expense	2,000	-	-	2,000
Depreciation	-	-	1,694	1,694
Insurance	32,764	4,977	17,474	55,215
Leadership development	15,087	-	-	15,087
Licensing and registration	1,695	1,519	2,605	5,819
Marketing	3,516	8,555	225	12,296
Miscellaneous	21,674	889	864	23,427
Music equipment and instruments	41,020	-	-	41,020
Office supplies	15,382	3,148	1,436	19,966
Outside contractors	64,880	37,884	-	102,764
Parking and auto	13,389	1,894	341	15,624
Performances	38,981	1,730	-	40,711
Postage	341	1,120	246	1,707
Printing and copying	2,623	7,477	10	10,110
Professional fees	-	-	36,000	36,000
Program management	-	-	5,253	5,253
Rent	13,340	-	-	13,340
Security	394	-	-	394
Service fees	18,406	9,931	2,166	30,503
Software and systems	41,487	22,172	25,882	89,541
Student expenses	64,698	4,957	1,550	71,205
Telephone	1,374	-	287	1,661
Transportation	-	-	-	-
Travel and other	11,954	5,505	147	17,606
Total	<u>\$ 1,999,604</u>	<u>\$ 341,857</u>	<u>\$ 326,019</u>	<u>\$ 2,667,480</u>

The accompanying notes are an integral part of these financial statements.

GUITARS OVER GUNS ORGANIZATION, INC.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2022

CASH FLOWS FROM OPERATING ACTIVITIES

Change in net assets	<u>\$ 688,894</u>
Adjustments to reconcile changes in net assets to net cash provided by operating activities:	
Depreciation expense	1,694
Bad debt expense	2,000
Unrealized loss on investments	1,214
(Increase) Decrease in operating assets:	
Grants and accounts receivable	96,744
Pledge receivables	(30,000)
Increase (Decrease) in operating liabilities:	
Accounts payable and accrued expenses	<u>(23,193)</u>
Total adjustments	<u>48,459</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES	737,353

CASH FLOWS FROM INVESTING ACTIVITIES

Purchase of investments, net of fees	<u>(10,216)</u>
NET CASH USED IN INVESTING ACTIVITIES	(10,216)

NET INCREASE IN CASH AND EQUIVALENTS	727,137
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CASH AND CASH EQUIVALENTS

Beginning of year	<u>1,326,144</u>
End of year	<u><u>\$ 2,053,281</u></u>

The accompanying notes are an integral part of these financial statements.

GUITARS OVER GUNS ORGANIZATION, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

NOTE 1 – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES

Nature of Activities

Guitars Over Guns Organization, Inc. (the "Organization") is a Florida-based non-profit organization of professional musicians that provides mentoring, music instruction, and performing opportunities to at-risk youth in order to reduce dropout rates and empower its participants. The Organization helps young people living in negative and dangerous environments to discover the life-changing power of music through a structured program of music instruction and strong mentoring relationships with professional musicians.

Basis of Accounting and Presentation

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") promulgated by the Financial Accounting Standards Board Accounting Standards Codification ("ASC"). Consequently, the Organization's resources are classified and reported in the accompanying financial statements as separate classes of net assets based on the existence or absence of donor-imposed restrictions as follows:

Net assets without donor restriction – include those net assets whose use is not restricted by donors, even though their use may be limited in other respects, such as by contract or by board designation. Changes in net assets arising from exchange transactions (except income and gains on assets that are restricted by donors or by law) are included in the net assets without donor restriction class.

Net assets with donor restriction – include those net assets whose use by the Organization has been limited by donor imposed stipulations that either expire by the passage of time or can be fulfilled by expending the funds for their restricted purpose. These include donor restrictions requiring the net assets be held in perpetuity or for a specified term with the investment return available for operations. Net assets with donor restrictions as of June 30, 2022 was \$267,310.

Cash and Cash Equivalents

Cash and cash equivalents include all highly liquid investments with a maturity date of less than three months. The carrying value of cash and cash equivalents approximates fair value because of the short maturities of those financial instruments.

Property and Equipment

Property and equipment are stated at cost, net of accumulated depreciation. Depreciation is computed using the straight-line method over the useful lives of the asset, which range from 5 to 40 years. The cost of repairs and maintenance is expense as incurred; major replacements and improvements are capitalized. When assets are retired or disposed of the cost and accumulated depreciation are removed from the accounts, and any resulting gains or losses are included in changes in net assets in the year of disposition.

Grants Receivable

Grants receivable are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a provision for bad debt expense and an adjustment to a valuation allowance based on its assessment of the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to accounts receivable.

Concentration of Credit Risk

The Organization maintains its cash deposits in accounts at a financial institution, which may exceed the federally insured limits. The balances are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 per account category per financial institution. At June 30, 2022 \$1,839,492 of the cash, cash equivalents are uninsured.

Investments

The Organization carries investments at their fair values in the statement of financial position. Quoted market prices in active markets are used as the basis of measurement. Net investment income (loss) is reported in the statement of activities and consists of interest and dividend income, realized and unrealized capital gains and losses, less external and direct internal investment expenses.

GUITARS OVER GUNS ORGANIZATION, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

NOTE 1 – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES (Continued)

Investments (Continued)

Investments are generally recorded at fair value based upon quoted market prices, when available, or estimates of fair value. Donated assets are recorded at fair value at the date of donation, or, if sold immediately after receipt, at the amount of sales proceeds received (which are considered a fair measure of the value at the date of donation). Those investments for which fair value is not readily determinable are carried at cost or, if donated, at fair value at the date of donation, or if no value can be estimated, at a nominal value. Investment income or loss and unrealized gains or losses are included in the statement of activities as increases or decreases in net assets without donor restrictions unless the income or loss is restricted by donor or law. Investments, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the values of certain investments will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Fair Value Measurements

Fair value measurements establish a hierarchy to prioritize the computation of fair value. Such hierarchy consist of a) - valuations based on unadjusted quoted prices in active markets for identical assets or liabilities (Level 1), b) - valuations based on observable unadjusted quoted prices for similar assets and liabilities in active markets (Level 2), and c) - valuations based on inputs that are unobservable and are supported by little or no market activity, therefore, requiring management's best estimate of what market participants would use as fair value (Level 3). A description of the Organization's accounting principles and basis of presentation with regards to the fair market value of its assets and liabilities follows:

Financial Assets and Liabilities

The Organization reflects certain financial assets and liabilities such as accounts receivable, payables, prepaid expense and deferred revenue at their carrying values in accordance with generally accepted accounting principles in the United States.

Revenue Recognition

Contributions and Pledges receivable

Contributions are recognized as revenues when the donor makes a promise to give to the Organization that is, in substance, unconditional. Contributions that are restricted by the donor are reported as increases in net assets without donor restrictions if the restrictions expire in the fiscal year in which the contributions are recognized. All other donor restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires because the contributed resources are spent in accordance with the donor's instructions or because of passage of time, net assets with donor restrictions are reclassified to net assets without donor restrictions. In the absence of donor restrictions to the contrary, restrictions on contributions of property or equipment or on assets restricted to acquiring property or equipment expire when the property or equipment is placed in service.

Unconditional promises to give are recognized as revenues in the period received and as assets, decreases of liabilities, or expenses depending on the form of the benefits received. Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional. The Organization records unconditional promises to give that are expected to be collected within one year at net realizable value. Unconditional promises to give expected to be collected in future years are initially recorded at fair value using present value techniques incorporating risk-adjusted discount rates designed to reflect the assumptions market participants would use in pricing the asset. In subsequent years, amortization of the discounts is included in contribution revenue in the statements of activities. The Organization determines the allowance for uncollectible promises to give based on historical experience, an assessment of economic conditions, and a review of subsequent collections. Promises to give are written off when deemed uncollectible.

Grants

Grant revenue is recognized in the period expenditures are incurred in compliance with the terms of the grant.

GUITARS OVER GUNS ORGANIZATION, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

NOTE 1 – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES (Continued)

Special events

The Organization conducts special events in which a portion of the gross proceeds paid by the participant represents payment for the direct cost of the benefits received by the participant at the event (the exchange component), and a portion represents a contribution. Unless a verifiable objective means exists to demonstrate otherwise, the fair value of meals and entertainment provided at special events is measured at the actual cost to the Organization. The contribution component is the excess of the gross proceeds over the fair value of the direct donor benefit. The direct costs of the special events, which ultimately benefit the donor rather than the Organization, are recorded as costs of direct donor benefits in the Statement of Activities and changes in net assets. The performance obligation is holding the event. The event fees are set by the Organization. FASB's ASC 606 requires allocation of the transaction price to the performance obligation. Accordingly, the Organization separately presents the exchange and contribution components of the gross proceeds from special events. Special event fees collected by the Organization in advance of the events are initially recognized as liabilities (deferred income) and are recognized as special event revenue after the event. For special event fees received before year-end, for an event to occur after year-end, the Organization follows American Institute of Certified Public Accountants guidance where the inherent contribution is conditioned on the event taking place and is, therefore, treated as a refundable advance along with the exchange component.

Performance obligations are determined based on the nature of the goods or services provided by the Organization in accordance with a contract. Revenue for performance obligations satisfied over time is recognized ratably over the period based on time elapsed. Revenue for performance obligations satisfied at a point in time is generally recognized when goods or services are provided at a single point in time.

Income Taxes

The Organization is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. Accordingly, no provision for federal or state income taxes has been made in the accompanying financial statements. The Organization recognizes and measures tax positions taken or expected to be taken in its tax return based on their technical merit and assesses the likelihood that the positions will be sustained upon examination based on the facts, circumstances and information available at the end of each period. Interest and penalties on tax liabilities, if any, would be recorded in interest expense and other non-interest expense, respectively. The U.S. Federal jurisdiction and Florida are the major tax jurisdictions where the Organization files tax returns. The Organization is generally no longer subject to U.S. Federal or State examinations by tax authorities for years before 2019.

Use of Estimates

The preparation of these financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Functional Allocation of Expenses

The costs of providing the various programs and supporting activities have been summarized on a functional basis in the statement of activities. Accordingly, costs have been allocated among the program and supporting services benefited. The expenses that are allocated are personnel expenses, which are allocated on the basis of estimates of time and effort; facilities and depreciation, which are allocated on a weighted-average square footage basis; and supplies and contracted services, which are allocated based on actual expenses incurred for each function.

Recently Issued Accounting Standards

The Organization has adopted Accounting Standards Update ("ASU") No. 2014-09 – *Revenue from Contract Customers* (Topic 606), as amended. This ASU introduces a new five-step revenue recognition model in which an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The Organization implemented such ASU as of July 1, 2020. The adoption of this accounting standard did not have an impact on the Organization's financial position or changes in its net assets.

GUITARS OVER GUNS ORGANIZATION, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

NOTE 1 – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES (Continued)

Recently Issued Accounting Standards (Continued)

The Organization has adopted Accounting Standards Update No. 2018-08 *Not-for-Profit Entities: Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made* (Topic 605). The FASB issued this ASU to clarify and improve the scope and the accounting guidance for contributions received and contributions made. The amendments in this ASU should assist entities in (1) evaluating whether transactions should be accounting for as contributions (nonreciprocal transactions) or as exchange (reciprocal) transactions subject to other guidance and (2) determining whether a contribution is conditional. The Organization has adopted such ASU as of July 1, 2020. There was no impact to net assets or changes in net assets.

In September 2020, the FASB issued ASU 2020-07, *Not-for-Profit Entities (Topic 958): Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets*. The objective of this ASU is to increase transparency of contributed nonfinancial assets for not-for-profit ("NFP") entities through enhancements to presentation and disclosure. The amendments in this ASU apply to NFPs that receive contributed nonfinancial assets. Contribution revenue may be presented in the financial statements using different terms (for example, gifts, donations, grants, gifts-in-kind, donated services, or other terms). The term nonfinancial asset includes fixed assets (such as land, buildings, and equipment), use of fixed assets or utilities, materials and supplies, intangible assets, services, and unconditional promises of those assets. The amendments in this ASU will improve financial reporting by providing new presentation and disclosure requirements about contributed nonfinancial assets for NFPs, including additional disclosure requirements for recognized contributed services. The amendments will not change the recognition and measurement requirements. ASU 2020-07 is effective for fiscal years beginning after June 15, 2021 and interim periods within annual periods beginning after June 15, 2022.

In February 2016, the FASB issued ASU 2016-02, *Leases* (Topic 842). The new guidance requires lessees to recognize a right to use asset and a lease liability for virtually all leases (other than leases that meet the definition of a short-term lease). The new guidance is effective for years beginning after December 15, 2021.

Subsequent Events

The Organization has evaluated subsequent events through October 28, 2022 which is the date the financial statements were available to be issued.

NOTE 2 – INVESTMENTS

Investments at fair value are comprised of the following as of June 30, 2022:

Cash	\$ 488,356
Equities	9,024
Total	<u>\$ 497,380</u>

Investment income is summarized as follows for the year ended June 30, 2022:

Interest and dividends, net of fees	\$ 44
Unrealized and realized (loss)	(1,214)
Total	<u>\$ (1,170)</u>

NOTE 3 – GRANTS RECEIVABLE AND CONTRACT ASSETS AND LIABILITIES

Grants receivable, contract assets and liabilities consist of the following amounts due from third parties as of June 30, 2022:

<i>Grants and accounts receivable</i>	
Florida Blue Foundation	\$ 65,000
Music Access Miami Alliance	167,310
The Children's Trust	29,352
State of Florida	11,962
Other foundations and donors	35,724
Total	<u>\$ 309,348</u>
<i>Contract assets</i>	\$ -
<i>Contract liabilities</i>	\$ -

GUITARS OVER GUNS ORGANIZATION, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

NOTE 4 – PLEDGES RECEIVABLE

Pledges receivable are scheduled to be collected within one year of the date of the financial statements and at June 30 consist of the following:

	2022
Pledges receivable	\$ 30,000

NOTE 5 – GRANTS AND CONTRACTS WITH THIRD PARTIES

Grants and contracts awarded to the Organization are subject to the funding agencies' criteria, contract terms and regulations under which expenditures may be charged and are subject to audit under such terms, regulations and criteria. Occasionally, such audits may determine that certain costs incurred against the grants do not comply with the established criteria that govern them. In such cases, the Organization could be held responsible for repayments to the funding agency for the costs or be subject to the reductions of future funding in the amount of the costs. Management does not anticipate any material questioned costs for the contracts and grants administered through the year ended June 30, 2022.

NOTE 6 – NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions at June 30, 2022 are available for the following purposes or periods:

Thrive Chicago	\$ 20,000
Perez- DEI Initiative	15,000
Anne R. Lovett and Steven G. Woodsum	100,000
Music Access Miami Alliance	167,310
	<u>\$ 302,310</u>

Net assets were released from donor restrictions by satisfying the restricted purpose or by occurrence of other events as follows:

Music Access Miami Alliance	\$ 167,310
Elevate Prize Foundation	100,000
Thrive Chicago	20,000
Perez- DEI Initiative	15,000
	<u>\$ 302,310</u>

NOTE 7 – COMMITMENTS

The Organization has a lease for office space which expires on January 2023. Future minimum lease payments are as follows for the years ended:

2023	8,855
Total	<u>\$ 8,855</u>

Rent expense for the year ended June 30, 2022 was \$13,340.

NOTE 8 – FAIR VALUE MEASUREMENTS

Under GAAP, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the exit price) in an orderly transaction between market participants in the most advantageous market for the investment or liability at the measurement date. In determining fair value, the Organization uses various valuation approaches. GAAP establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Organization. Unobservable inputs reflect the Organization's assumptions about the inputs, that market participants would use in pricing the asset or liability, developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs as follows:

GUITARS OVER GUNS ORGANIZATION, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

NOTE 8 – FAIR VALUE MEASUREMENTS (Continued)

The fair value hierarchy is categorized into three levels based on the inputs as follows:

Level 1 Inputs—Quoted prices (unadjusted) in active markets for identical assets and liabilities. Valuations of these instruments do not require a high degree of judgment since the valuations are based on readily available quoted prices in active markets.

Level 2 Inputs—Quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities that are not active; and inputs other than quoted prices that are observable, such as models or other valuation methodologies. Valuations in this category are inherently less reliable than quoted market prices due to the degree of subjectivity involved in determining appropriate methodologies and the applicable underlying assumptions.

Level 3 Inputs—Unobservable inputs for the valuation of the asset or liability. Level 3 assets include investments for which there is little, if any, market activity. These inputs require significant management judgment or estimation. These financial instruments have inputs that cannot be validated by readily determinable market data and generally involve considerable judgment by management.

Accordingly, the degree of judgment exercised by the Organization in determining fair value is greatest for any measurements categorized in Level 3. In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement. The Foundation's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the financial instrument.

Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period. For the year ended June 30, 2022, there were no transfers in or out of levels 1, 2 or 3.

Following is a description of the valuation methodologies used for investments measured at fair value.

Cash equivalents: Cash equivalents with an original maturity of three months or less are valued at their face amount because of the short length of time to maturity. Cash equivalents that are 2-a7 funds money-market accounts are valued at their net asset value of \$1.00 per unit because of the ability to transact at will at that stable net asset value.

U.S. Treasury notes, marketable equity securities and U.S. government agency obligations—Valued using quoted market prices for those of similar investments.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Organization believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Investments are stated at fair value and summarized as of June 30, 2022 as follows:

		Fair Value Measurements Using:		
Assets (Liabilities)	Fair Value	Quoted Prices in	Significant Other	Significant
		Active Markets for	Observable Inputs	Unobservable Inputs
		Identical Assets	(Level 2)	(Level 3)
		(Level 1)		
Cash	\$ 488,356	\$ 488,356	\$ -	\$ -
Equities	9,024	9,024	-	-
	<u>\$ 497,380</u>	<u>\$ 497,380</u>	<u>\$ -</u>	<u>\$ -</u>

GUITARS OVER GUNS ORGANIZATION, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEAR ENDED JUNE 30, 2022

NOTE 9 – LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

The Organization monitors its liquidity so that it is able to meet its operating needs and other contractual commitments while maximizing the investment of its excess operating cash. The Organization has the following financial assets that could readily be available within one year of the statement of financial position to fund expenses without limitations:

Financial assets at year-end:	
Cash	\$ 2,053,281
Grants and accounts receivable	309,348
Pledges receivable	30,000
Investments	497,380
	<u>2,890,009</u>
Less amounts not available to be used within one year:	
Donor imposed time or purpose restrictions	267,310
Financial assets available to meet cash needs for general expenditures within one year:	<u><u>\$ 2,622,699</u></u>

The Organization has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations become due.

SUPPLEMENTARY INFORMATION



GUTIERREZ MADARIAGA

CERTIFIED PUBLIC ACCOUNTANTS & ADVISORS

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH *GOVERNMENT AUDITING STANDARDS*

To the Board of Directors of
Guitars Over Guns Organization, Inc.

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Guitars Over Guns Organization, Inc. (the "Organization") (a nonprofit organization), which comprise the statement of financial position as of June 30, 2022, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated October 28, 2022.

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Organization's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Organization's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

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Report on Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Gutierrez Madariaga, CPA P.A.

GUTIERREZ MADARIAGA, CPA P.A.

Miami, Florida

October 28, 2022

Quarter 3-Balance Sheet

	<u>Current Year</u>
Assets	
Current Assets	
Cash & Cash Equivalents	
Operating Account	<u>1,897,618.78</u>
Total Cash & Cash Equivalents	1,897,618.78
Other Current Assets	
Merrill Lynch	511,321.80
Morgan Stanley	500,000.00
Security Deposit	<u>2,600.00</u>
Total Other Current Assets	1,013,921.80
Accounts Receivable	
Accounts Receivable	<u>47,297.93</u>
Total Accounts Receivable	<u>47,297.93</u>
Total Current Assets	2,958,838.51
Long-term Assets	
Property & Equipment	(20,457.00)
Other Long-term Assets	
Instruments	17,103.46
Computer Equipment	<u>6,870.13</u>
Total Other Long-term Assets	<u>23,973.59</u>
Total Long-term Assets	<u>3,516.59</u>
Total Assets	<u>2,962,355.10</u>
Liabilities	
Short-term Liabilities	
Accounts Payable	
Staff Payroll Liabilities	4,604.38
Payroll Tax Liability	<u>7,308.00</u>
Total Accounts Payable	<u>11,912.38</u>
Total Short-term Liabilities	<u>11,912.38</u>
Total Liabilities	<u>11,912.38</u>
Net Assets	
Beginning Net Assets	
Net Assets	2,881,628.63
Current YTD Net Income	
	<u>68,814.09</u>
Total Current YTD Net Income	<u>68,814.09</u>
Total Net Assets	<u>2,950,442.72</u>
Total Liabilities and Net Assets	<u>2,962,355.10</u>

Quarter 3-BtoA-Org

	Current Period Actual	Current Period Budget Original	Current Period Budget Variance - Original
Operating Revenue			
Contributions			
Amazon Smile	162.40	750.00	(587.60)
Corporate Contributions	22,100.00	30,000.00	(7,900.00)
Individual Contributions	<u>238,575.09</u>	<u>90,806.99</u>	<u>147,768.10</u>
Total Contributions	260,837.49	121,556.99	139,280.50
Grant Revenue			
Local Grants	102,053.86	129,816.23	(27,762.37)
State Grants	50,540.50	11,691.50	38,849.00
Foundation and Trust Grants	<u>147,583.34</u>	<u>156,646.53</u>	<u>(9,063.19)</u>
Total Grant Revenue	300,177.70	298,154.26	2,023.44
Other Income			
Performances	13,300.00	1,500.00	11,800.00
Program Services	26,553.00	21,250.00	5,303.00
Subcontract	0.00	12,877.40	(12,877.40)
Unrealized Gain/Loss	<u>(1,155.37)</u>	<u>0.00</u>	<u>(1,155.37)</u>
Total Other Income	38,697.63	35,627.40	3,070.23
Special Events			
Special Events Ticket Sales	2,500.00	0.00	2,500.00
Special Event Ads	<u>2,500.00</u>	<u>0.00</u>	<u>2,500.00</u>
Total Special Events	<u>5,000.00</u>	<u>0.00</u>	<u>5,000.00</u>
Total Operating Revenue	<u>604,712.82</u>	<u>455,338.65</u>	<u>149,374.17</u>
Total Revenue	<u>604,712.82</u>	<u>455,338.65</u>	<u>149,374.17</u>
Expenditures			
Insurance			
Health Insurance	22,147.96	23,507.70	1,359.74
D and O Insurance	0.00	700.00	700.00
Liability Insurance	5,092.36	3,300.00	(1,792.36)
Workers Comp Insurance	<u>2,876.49</u>	<u>3,042.27</u>	<u>165.78</u>
Total Insurance	30,116.81	30,549.97	433.16
Accounting	11,250.00	11,250.00	0.00
Mentors	294,122.15	313,771.01	19,648.86
Outside Contract Services	34,858.32	45,275.02	10,416.70
Operating Expenses			
Misc Administrative Expense	1,602.03	499.95	(1,102.08)
Service Fees	95.00	0.00	(95.00)
Bank Fees	85.95	75.00	(10.95)
Paychex Fees	6,889.75	6,105.00	(784.75)

Classy Fees	3,458.61	1,574.40	(1,884.21)
Subscriptions & Memberships	598.49	105.00	(493.49)
Business Registration Fees	30.00	90.25	60.25
Emergency Funding	3,700.00	8,875.02	5,175.02
Fingerprinting	186.75	70.00	(116.75)
Instruments	9,182.09	6,400.00	(2,782.09)
Licensing	50.00	0.00	(50.00)
Marketing	7,966.57	2,581.00	(5,385.57)
Meals	11,488.08	7,041.00	(4,447.08)
Merchandise	0.00	2,999.99	2,999.99
Parking & Auto	6,781.05	7,016.00	234.95
Performances	10,643.00	0.00	(10,643.00)
Postage, Mailing Service	748.93	822.50	73.57
Printing and Copying	(3,309.55)	3,508.50	6,818.05
Rent- Office	5,533.65	5,635.70	102.05
Rent- Storage	5,768.23	1,673.56	(4,094.67)
Student Food	1,701.27	5,621.96	3,920.69
Student Transportation	12,650.79	12,931.46	280.67
Studio Fees	590.84	1,562.49	971.65
Supplies	7,899.43	6,604.97	(1,294.46)
Systems Expense	40,324.62	31,570.33	(8,754.29)
Telephone & Internet	160.50	1,280.50	1,120.00
Training	0.00	2,867.00	2,867.00
Web Hosting	<u>188.96</u>	<u>234.00</u>	<u>45.04</u>
Total Operating Expenses	135,015.04	117,745.58	(17,269.46)
Staff Payroll			
Staff Payroll Expense	372,628.71	385,314.41	12,685.70
Staff Payroll Taxes	31,753.80	38,531.46	6,777.66
Staff Payroll 401K	<u>5,404.25</u>	<u>10,159.42</u>	<u>4,755.17</u>
Total Staff Payroll	409,786.76	434,005.29	24,218.53
Special Events			
Event Food+Beverage	5,199.78	0.00	(5,199.78)
Event Venue Rental	3,500.77	2,500.00	(1,000.77)
Event Production	<u>8,020.00</u>	<u>3,249.99</u>	<u>(4,770.01)</u>
Total Special Events	16,720.55	5,749.99	(10,970.56)
Travel Expense			
Travel Expense	<u>7,765.68</u>	<u>9,300.00</u>	<u>1,534.32</u>
Total Travel Expense	<u>7,765.68</u>	<u>9,300.00</u>	<u>1,534.32</u>
Total Expenditures	<u>939,635.31</u>	<u>967,646.86</u>	<u>28,011.55</u>
Net Revenue Over Expenditures	(334,922.49)	(512,308.21)	<u>177,385.72</u>

Guitars Over Guns
Board of Directors Minutes
November 29, 2022
Location: Miami & Chicago

Miami: H Weitz, Bob Bernstein

Chicago: Scott Jacobson, Kellie O’Connell, Andrew Stroth

Virtual: Lisa Anastos, Ebony Howard, Gabriel Pierre, Jacqueline O’Malley, David Walsh, Chad Turner

Staff: Chad Bernstein, Tiffany Cannava, Walker Moseley, Andrew DeMuro, Jono De Leon, Andre Daniels, Carly Gordon

Absent: Jim Berry, Gerard Legagneur

Minutes: Carly Gordon

Opened Meeting and Presided: Opened and Presided Bob Bernstein

Convening: 6:12 p.m. ET / 5:12 p.m. CT

Welcome

Mission Moment

Video Update Q&A

- Updates and comments:
 - Federal Employee Retention Credit (ERC) paperwork submitted; we will know the results soon
 - Increased funding allocation to cash reserve
 - Input is sought on board nominations
- Questions posed:
 - Post Covid to mid-Covid – where we are heading strategically?
 - What is the timing of the board retreat?

Approve Minutes

- H motioned, Kellie seconded
- All in favor, none opposed

Executive Framing

- What’s on the “Horizon”?
 - Depth and breadth will always be a “balancing act”
 - Goal of 10,000 students served per year.
 - Avoid breaking this down into a prescriptive number per city; therefore do not need a target number for each city to reach. (We are a stronger org when regional leaders can assess what is best for their cities and staff.)
 - Having leaders in multiple cities working collaboratively is a strength of ours as an organization. Multiple cities is a positive path, but that does not exclude us wanting to deeply serve the students in the cities we already serve.
 - Regional Directors’ (RDs) focus is building depth and breadth in each region; while the Board and headquarters (HQ) role is making sure to have infrastructure to support that growth and depth, and ensuring that we have resources to sustain it.
 - Refer to Horizons document (see packet) – By the end of the first “horizon” we will have codified our mentorship methodology and applied it to multiple cities.
 - Biggest challenge at this stage: Committing to process documentation of “what we do and how we do it”.

- Recent staff changes allow bandwidth investment into improving/synching curriculum, resources, mentor efficacy and measurement/evaluation.
 - For the next “horizon”, “Priming for Growth”, Jono must centralize our customer relationship management (CRM) software. We are poised to test the centralized CRM so it can be applied in our next market city (likely New York City).
- Organizational Update
 - Chicago staffing shifts:
 - Put Andrew DeMuro in a position for success with his skill set in finalizing/establishing the methodology as new national Director of Program Quality.
 - Investing in Andre Daniel’s leadership as new Chicago Regional Director.
 - Latest hires and promotions represent the “right people in the right seats”:
 - Chicago
 - Lisa Thompson (Director of Donor Impact) brings 15 years of experience as founder of Blue Sky Bakery, providing job training services for young people in Chicago.
 - De’Jah Perkins (Regional Coordinator) brings bubbly personality, on-point organizational skills, and came up as an alumna of Chicago youth arts programs.
 - Dominic Pettis EL (Programs Supervisor) has been with us for 5 years, after starting as mentor, and has excelled. His role oversees middle school programs.
 - Mark Anderson (High School Programs Manager) is a former mentor, overseeing high school programs.
 - Haven Studio is now operated by Dennis Thompson (Mixed Media Specialist) and two former mentees, now mentors, in part-time studio leadership roles: Jeremiah Fristoe (Studio Director) and Christopher Horace (Production Director).
 - Miami
 - Brax Tinkler (Director of Donor Impact) holds a Master of Social Work (MSW) degree and has operations and programming background. They have been in the development world for 5-6 years.
 - Tiffany Lusan (Regional Coordinator) has been a mentor since 2018 in rap, hip hop and spoken word. She is highly organized and effective.
 - Caleb Alcime (Programs Associate) is a flagship GOGO alumnus.
 - Programs Managers: Sarah Stephens (Central Corridor) and Tenisha Lane (Northern Corridor) are in their second year in this role, while Antonio Correa (Southern Corridor) is a new addition and former mentor with strong ties in the South Dade community
 - Romania Dukes (Community Coordinator) is in her second year on staff, now reporting to Antonio in managing the Homestead community studio.
 - SWOT Overview:
 - Strengths: New leadership in Chicago; renewed energy; strong cash position; growing ultra-high net worth individuals (UHNW) network; solid brand reputation
 - Weaknesses: Team cohesion and role clarity; vision and prioritization; systems for management (i.e., Salesforce dashboard); process documentation
 - Opportunities: First state-level government funding in Illinois; strong relationships that Andre is building in his new role; Waukegan expansion; Parks Department partnership in Miami-Dade

- Threats: Compensation against cost of living and other opportunities for earning for musicians; independent contractor status as gig economy evolves; potential recession and fundraising climate
- Now is the first time org structures (reporting lines) are the same in both cities. In a new market, the starting roadmap is to build from the following main roles: Regional Director (RD), Regional Coordinator (RC), Programs Director (PD), and Director of Donor Impact (DDI). As program size increases, additional program staff can be added as needed.
 - In Miami we have programs managers overseeing program portfolio split by geography, while in Chicago their portfolio is split by middle vs. high school. Which is a better model, and what is best suited for the cities we're in? If MIA or CHI doubled the number of students served, how would this change?
- Current economic climate means necessary to retain talent and keep up with salaries.
 - Make sure we're prioritizing compensation philosophy and keeping pace with the market.
 - GOGO's compensation policy currently has an established 3% cost of living (COL) raise, but this year is at least 8%.
 - Board's role: Determine where we want to sit relative to the field/peer organizations, balancing where we can compete vs. what is sustainable.
 - Guiding questions: What is sustainable fanatically? How much are we willing to pay for retention? What role do we want to play in the field, i.e., are we the org that pays top-of-class for talent, and how does that tip the scale for direct and indirect programming costs? How do we report on that without tipping the scale unfavorably?
 - Industry-wide, frontline and junior roles are showing 2-3 year maximum retention. Explore how other orgs are approaching turnover which is the highest its ever been, not just bc of compensation but lack of individuals. (Examples: Nourishing Hope, MYDA)
 - Benefits can help incentivize retention, but conflict with our independent contractor (IC) structure.
 - At ELMA Foundation, staff are more strongly retained when they can see a growth trajectory, even if that growth isn't available right away.
 - Potential risk in liability: Mentors are paid a fair hourly rate (particularly relative to music industry/gig economy), but we are limited in the number of hours we can offer them per week. That ceiling on hours is felt more strongly as COL increases or other orgs offer more/different structure.
 - Implications of compensating for time spent outside classroom (field trips, day rate, planning) – Currently working to explore with Joe Mulherin at McDermott Will & Emery.
 - If we switch from IC to PTE (part-time employee) structure, how do we avoid paying back taxes up to the statute of limitations?
 - The ability to provide benefits to mentors could have some weight in retaining them, but risk around taxes at the org level and at the employee (payroll tax) level could be a major liability.
 - We are not losing mentors to other orgs laterally; some have gone to management positions at other music schools, but for most mentor attrition it comes down to "I can't manage this and work another job that fits this schedule" or "I need X dollars to make my life work, and that opportunity is not here at GOGO".
 - Guiding questions: How do we continue to feed a pipeline of really quality mentors? What happens when we lose institutional knowledge in

a strong legacy mentor? How do we compensate mentors who have been with us for multiple years, when a tiered pay structure that incentivizes retention puts us in a compromising position when it comes to IC vs. PTE structure?

- Parking lot idea: Creating a virtuous opportunity network among arts-based orgs with complimentary schedules. Create pipelines to other orgs that don't conflict with GOGO time. Create a shared workforce effectively creating a full-time (FT) job out of the patchwork. How much will it cost and what is bandwidth?
 - Miami Gardens Music Alliance (MGMA) is an incubator for something like this.
- Diversity, Equity & Inclusion (DEI) Commitment
 - Refer to Packet p. 28
 - Continuous and evolving – This is a “north star.” Our understanding of our community’s needs will continue to grow; there is not a fixed point achieving success. The DEI Commitment should:
 - Be reflected in our decision making
 - Hold us accountable
 - Guide our actions
 - Be embedded in staff and mentor evaluation along with organizational values
 - “Students choose” – Empowering/equipping them with the tools they need to have the life they desire. The Commitment says that we’re looking for good leaders within the org; we must be intentional about ensuring those leaders reflect the young people we’re serving.
 - Should further define actions, particularly around performance evaluation, to make this living and actionable, not just an aspiration.
 - What’s next for this document? Use this as fodder for bringing people into the work as supporters, committee members, board members. What do we want to look like and what is the pathway to bring people in where we’re already doing so they understand who we are and what the DEI statement represents?
 - Consider DEI in the board nomination process. Critically evaluate candidates who are qualified to meet this document and help transform the org.

Conclusions

- Review of Action Items
- Upcoming Dates

Executive Session

Meeting adjourned at 7:40 p.m. ET, all in favor, none opposed.

Guitars Over Guns
Board of Directors Minutes
April 18, 2023
Zoom Video Conference

Present: Lisa Anastos, Gabriel Pierre, Bob Bernstein, Dave Walsh, Kellie O’Connell, Scott Jacobson, Chad Turner, Ebony Howard, H Weitz

Absent: Andrew Stroth, Jacquie O’Malley

Staff: Walker Mosely, Chad Bernstein, Jono De Leon, Brax Tinkler, Lisa Thompson, Carly Gordon, Tiffany Cannava

Minutes: Carly Gordon

Opened Meeting and Presided: Opened and Presided Bob Bernstein

Convening: 6:03 p.m. ET / 5:03 p.m. CT

- **Welcome**
- **Mission Moment**
 - Southridge Senior High vocalists
- **Approve Minutes**
 - All in favor, none opposed
- **Video Update Q&A**
 - Excitement about parks partnership and alumni position
- **Executive Report**
 - Q3 Finance Update
 - We started the FY 2022-23 budget with \$3.6M expenses and \$3.1M revenue so we could make the moves needed for moving staffing/infrastructure (new roles for Add and Andrew, new staff, etc.).
 - YTD we are under budget on expenses and slightly under on revenue (just over \$2.5M).
 - Unbudgeted revenue sources still pending: Employee Retention Credit (ERC) (will find out in May; expected \$293K net of fees); and IL state funds (\$360K).
 - New York Update
 - Dan and Margaret Loeb \$100K lead funders; not secret, but not to be publicized.
 - Need to leverage connections in NY (Lisa, Ebony); Chad to conduct introductions and meetings in May.
 - New York rollout
 - Initial timeline pushed back 6 mos. If we hit all fundraising goals (\$1.5M - \$2M) in next 6 mos., it would be possible to start halfway through next school year at earliest. However, most likely we would start in the 2024-25 school year with a fully built-out NY staff.

- Deep relationships in NY - ELMA, WAAM, Tony Hillary/Harlem Grown.
 - We are plugged into the music scene specifically within Harlem: Harlem Children's Zone, Apollo Theater, and local artists. CB/LA to connect.
 - Ebony recommends connecting with Mama Foundation for the Arts.
- Mentor Compensation
 - "The greatest tool toward delivering excellent service is having excellent mentors. A bad mentor can't do anything with even a great curriculum."
 - Goal: Build the org that the best teaching artists (TAs) want to be a part of more than any other org; create demand for people to work in a place they are fairly compensated; create a space for transformative relationships between TAs and students.
 - How we get there:
 - Rate of pay: What are we paying people hourly? How many hours are we able to offer?
 - Max hours we offer currently is 12 hrs/wk.
 - If we are able to create more hours, how do we create a more sustainable situation with part-time employment (PTE) as opposed to contract work? There is labor law compliance risk with regards to independent contractors (ICs), particularly in California's regulatory environment.
 - Next year (FY 2023-24): increase mentor pay from \$30/hr to \$35/hr.
 - This increase is the preliminary, "right next step" in a longer process.
 - Pay rate effective July 1. Will be seen in summer programs.
 - The Children's Trust (TCT) funding means Miami middle school (MS) programs need to be 3 days/wk (instead of 2 days/wk as have been historically).
 - This change is driven by parent feedback and allows us to address program quality (PQ) and musical excellence.
 - Opportunity to funnel top-tier mentor talent into ensemble instruction opportunities that will meet the need for more hours, making sure our highest caliber mentors are getting increased hours available along with the increased rates.
- Wraparound Services and Inter-Org Collaboration
 - We are connected with the Children's Bereavement Center and Alliance for LGBTQ Youth. Opportunities to strengthen partnerships so we can provide referrals to other orgs.
 - Managing collective impact: lean into wide-reaching orgs like TCT which connect organizations with each other to meet community needs.
 - Goal is to create trusted handoffs: Establish relationships with providers (housing, food, legal) who can serve an individual student in our portfolio.

- Securing an Alumni Coordinator staff position (tentative) will be an extension of these wraparound services.
- **National Board Structure**
 - National Board Give/Get
 - Nat'l Board will hold governance and fiduciary responsibilities
 - \$25K national give/get; regional boards remain at \$10K
 - Regional boards will be built out as local fundraising and advocacy machines to ensure deep community investment into the programming
 - Vote to approve National Board give/get
 - All in favor, none opposed
 - Update on Committee Structure
 - Absorb governance and nominating duties into Executive Committee
- **Regional Board Structure**
 - Key Differences: National vs. Regional (*refer to slides*)
 - The National Board is the only official board that carries governance responsibilities for the org. Chair of each Regional Board would sit on the Nat'l Board (representation of the communities we serve).
 - Regional boards will not carry legal responsibility; they are more community-focused.
 - Commitment and capacity for the regional boards is the same as that of a National Board member not serving on a governance or finance committee.
 - Regional boards have responsibility of providing feedback on budget, understanding fundraising goals, and helping Regional Directors (RDs) to hit those goals.
 - Walker and Andre are managing the regional boards supported by Brax and Lisa, respectively.
 - Chad will be heavily involved, particularly in Miami.
 - Regional Goals & Needs
 - 10-year goal for Chicago will probably be closer to \$5M.
 - Making up on a lot of ground. Determining sustainability of government funding and desired expansion. We can get there but want to be cautious.
 - 10-year vision: What are the things that we want to be true, and what would need to change in org capacity to sustain growth at that level?
 - Exact 10-yr. numbers might change, but what we're trying to accomplish (what neighborhoods we're in, how we're going to deploy mentors, opportunities to partner and generate revenue) are drivers of the 3-yr. vision.
- **Preview of June 6 Special Meeting**
 - New budget process; Vote to approve budget will take place.

- Board members who have an interest in serving as Treasurer and/or Secretary should notify Chad of their interest.
- Vote on new membership and term renewals will take place.
- **Online Board Hub Feedback and Upcoming Dates**
- **Executive Session**
 - CEO Review and Compensation Process

Meeting adjourned at 7:00 p.m. ET / 6:00 p.m. CT.