

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
FULFILLMENT FUND LAS VEGAS	TWO DIRECTORS OF FU	0.	DURING 2013		X
WELLS FARGO BANK	ONE DIRECTOR OF FUL	0.	BANKING		X
VARIOUS MEMBERS	PLEDGES RECEIVED FR	0.	FULFILLMENT		X

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions).

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: FULFILLMENT FUND LAS VEGAS ("FFLV")

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

TWO DIRECTORS OF FULFILLMENT FUND ARE ALSO DIRECTORS OF FFLV

(C) AMOUNT OF TRANSACTION \$ (D) DESCRIPTION 0

(D) DESCRIPTION OF TRANSACTION: DURING 2013, THE FULFILLMENT FUND OPENED AND OPERATED A SECOND OFFICE IN LAS VEGAS, NEVADA TO ADMINISTER HIGH SCHOOL PROGRAMS. THE INITIAL OPERATING FUNDS OF THE LAS VEGAS ENTITY WERE PROVIDED BY THE FULFILLMENT FUND. IN FEBRUARY 2013, FULFILLMENT FUND LAS VEGAS (FFLV) WAS INCORPORATED AS A NEVADA NON-PROFIT CORPORATION. THE FULFILLMENT FUND TRANSFERED \$678,985 TO FFLV AS A GRANT DURING THE YEAR ENDING JUNE 30, 2014. THIS AMOUNT REPRESENTS THE BALANCE OF A TEMPORARILY RESTRICTED PLEDGE TO SUPPORT THE START-UP OF THE LAS VEGAS PROGRAMS. IN ADDITION THE FULFILLMENT FUND PROVIDED MANAGERIAL SUPPORT SERVICES TO FFLV FOR COMPENSATION IN THE AMOUNTS OF \$15,029 AND \$135,697 FOR THE JUNE 30, 2013 AND JUNE 30, 2014 YEARS RESPECTIVELY.

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: WELLS FARGO BANK

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

Part V Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule L (see instructions).

ONE DIRECTOR OF FULFILLMENT FUND IS ALSO AN OFFICER OF WELLS FARGO BANK

(C) AMOUNT OF TRANSACTION \$ (D) DESCRIPTION 0

(D) DESCRIPTION OF TRANSACTION: BANKING

(E) SHARING OF ORGANIZATION REVENUES? = NO

(A) NAME OF PERSON: VARIOUS MEMBERS

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

PLEDGES RECEIVED FROM VARIOUS BOARD MEMBERS

(C) AMOUNT OF TRANSACTION \$ (D) DESCRIPTION 0

(D) DESCRIPTION OF TRANSACTION: FULFILLMENT FUND RECEIVED PLEDGES FROM

MEMBERS OF THE BOARD OF DIRECTORS, ALL ARE BELIEVED TO BE FULLY

COLLECTIBLE. THE AMOUNT REPORTED REPRESENTS YEAR ENDING JUNE 30, 2014

OUTSTANDING PLEDGES IN THE AMOUNTS OF \$170,750 AND \$259,255 FOR THE JUNE

30, 2013 AND JUNE 30, 2014 YEARS RESPECTIVELY.

(E) SHARING OF ORGANIZATION REVENUES? = NO

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2014

Open To Public
Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization
FULFILLMENT FUND

Employer identification number
95-3180934

Part I	Types of Property	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1	Art - Works of art				
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications				
5	Clothing and household goods				
6	Cars and other vehicles				
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded				
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential				
16	Real estate - Commercial				
17	Real estate - Other				
18	Collectibles				
19	Food inventory				
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ (STOCK)	X	3	26,829.	FMV
26	Other ▶ (FOOD & BEVERA)	X	1	18,990.	FMV
27	Other ▶ (COMPUTER)	X	1	2,666.	FMV
28	Other ▶ (SUPPLIES)	X	2	2,370.	FMV
29	Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement		29		
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?				Yes No
					X
b	If "Yes," describe the arrangement in Part II.				
31	Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?				X
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?				X
b	If "Yes," describe in Part II.				
33	If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.				

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

Schedule M (Form 990) (2014)

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

PART I, OTHER TYPES OF PROPERTY:

TRAVEL

(A) CHECK IF APPLICABLE = X

(B) NUMBER OF CONTRIBUTIONS = 1

(C) REVENUE REPORTED ON FORM 990, PART VIII \$ 625.

(D) METHOD OF DETERMINING REVENUE: FMV

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

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

OMB No. 1545-0047

2014

Open to Public
Inspection

Name of the organization

FULFILLMENT FUND

Employer identification number

95-3180934

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

EDUCATIONALLY AND ECONOMICALLY UNDERRESOURCED COMMUNITIES.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

UNDER-RESOURCED COMMUNITIES ACHIEVE THE DREAM OF A COLLEGE EDUCATION.

THE MAJORITY OF FULFILLMENT FUND STUDENTS BECOME THE FIRST IN THEIR
FAMILY TO ATTEND COLLEGE, HELPING BREAK THE CYCLE OF POVERTY IN THEIR
FAMILY, COMMUNITY AND LOCAL ECONOMY.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

DURING THE 2012-13 ACADEMIC YEAR, THE FULFILLMENT FUND EXTENDED ITS
HIGH SCHOOL PROGRAM TO SERVE MORE THAN 600 STUDENTS ATTENDING TWO HIGH
SCHOOLS IN ECONOMICALLY UNDERRESOURCED COMMUNITIES IN CLARK COUNTY,
NEVADA. THIS PROGRAM IS NOW INCORPORATED AS FULFILLMENT FUND LAS VEGAS,
AN INDEPENDENT NONPROFIT ORGANIZATION.

FORM 990, PART VI, SECTION A, LINE 2:

GARY GITNICK, CHAIRMAN AND FOUNDER, IS MARRIED TO CHERNA GITNICK, A
DIRECTOR OF THE BOARD.

ROBERT GOLDMAN, A DIRECTOR OF THE BOARD, IS MARRIED TO JANICE GOLDMAN, A
DIRECTOR OF THE BOARD.

LUCIA RODRIGUEZ, A DIRECTOR OF THE BOARD, IS MARRIED TO LUPE RODRIGUEZ, A
DIRECTOR OF THE BOARD.

Name of the organization

FULFILLMENT FUND

Employer identification number

95-3180934

TOM SHERAK, A DIRECTOR OF THE BOARD, IS MARRIED TO MADELEINE SHERAK, PH.D.,
A DIRECTOR OF THE BOARD.

FORM 990, PART VI, SECTION B, LINE 11:

THE AUDIT COMMITTEE OF THE BOARD OF GOVERNORS HAS BEEN VESTED WITH THE
AUTHORITY TO REVIEW AND APPROVE THE FORM 990 ON BEHALF OF THE BOARD. UPON
COMPLETION OF THE FORM 990 (WHICH IS PREPARED BY OUTSIDE TAX PROFESSIONALS
WITH THE ASSISTANCE OF MANAGEMENT), THE DRAFT FORM 990 IS PRESENTED TO THE
AUDIT COMMITTEE. THE AUDIT COMMITTEE MEETS (EITHER IN PERSON OR
TELEPHONICALLY) TO REVIEW THE FORM 990 AND ASK ANY NECESSARY QUESTIONS OF
MANAGEMENT. ONCE COMMITTEE MEMBERS HAVE SATISFIED THEMSELVES AS TO
COMPLETENESS AND ACCURACY OF THE FORM 990, THE COMMITTEE APPROVES THE
FILING OF THE FORM 990 AS PRESENTED. THE APPROVED FORM 990 IS THEN
DISTRIBUTED TO THE FULL BOARD AT THE NEXT BOARD MEETING FOR FULL BOARD
APPROVAL.

FORM 990, PART VI, SECTION C, LINE 18:

THE ORGANIZATION'S FORM 1023 IS AVAILABLE TO THE PUBLIC THROUGH THE
ORGANIZATION'S WEBSITE OR UPON REQUEST. FORM 990 IS AVAILABLE TO THE
PUBLIC THROUGH THE ORGANIZATION'S WEBSITE, THROUGH WWW.GUIDESTAR.ORG,
WHICH IS A PUBLIC WEBSITE, OR UPON REQUEST.

FORM 990, PART VI, SECTION B, LINE 12C:

BOARD MEMBERS RECEIVE ANNUAL TRAINING ON COMPLETING THE CONFLICT OF
INTEREST POLICY AND ARE REQUIRED TO RECOMMIT TO THE POLICY EACH YEAR,
DISCLOSING CONFLICTS AS APPLICABLE.

Name of the organization FULFILLMENT FUND	Employer identification number 95-3180934
---	---

FORM 990, PART VI, SECTION B, LINE 15:

ALL SALARIES, INCLUDING THOSE OF KEY EMPLOYEES AND OFFICERS, ARE INITIALLY ESTABLISHED BASED ON COMPENSATION SURVEYS AND RELATED INDUSTRY BENCHMARKS AND ARE RE-EVALUATED PERIODICALLY AGAINST SUBSEQUENT COMPENSATION STUDIES, WITH ADJUSTMENTS MADE AS NECESSARY BASED UPON SAID STUDIES. THE BOARD REVIEWS THE SALARY BUDGET IN THE AGGREGATE ON AN ANNUAL BASIS, REQUESTING MORE SPECIFIC INFORMATION AS NEEDED. A COMPENSATION SUBCOMMITTEE OF THE BOARD WAS ESTABLISHED TO SET THE CEO'S SALARY SPECIFICALLY.

FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION'S FINANCIAL STATEMENTS ARE MADE AVAILABLE TO THE PUBLIC AS A PART OF ITS ANNUAL REPORT, AVAILABLE ON ITS WEBSITE. ADDITIONALLY, GOVERNING DOCUMENTS, CONFLICT OF INTEREST OF POLICIES AND FINANCIAL STATEMENTS ARE ALL AVAILABLE UPON REQUEST FROM THE ORGANIZATION'S OFFICE.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

INCREASE IN CASH SURRENDER VALUE OF LIFE INSURANCE	
POLICIES:	22,105.
ROUNDING	
TOTAL TO FORM 990, PART XI, LINE 9	22,105.

PART XII, LINE 2C EXPLANATION

THE ORGANIZATION USED GURSEY SCHNEIDER LLP AS THEIR AUDITORS.