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P.O. Box 692
Dubuque, IA 52004

Patrick Henry Hays for Congress
P.O. Box 94886
North Little Rock, AR 72190

Paul Tonko for Congress
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Albany, NY 12206

Peiser for Congress
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Encinitas, CA 92023

People for Ben
P.O. Box 31129
Santa Fe, NM 87594

People for Derek Kilmer
P.O. Box 1381
Tacoma, WA 98402

Perlmutter for Congress
3440 Youngfield Street #264
Wheat Ridge, CO 80033

Pete Aguilar for Congress
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San Bernardino, CA 92423

Peter Clemens for Congress
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North Ogden, UT 84414

Peterson for Congress
26192 Floyd Lake Point Road
Detroit Lakes, MN 56502

Pingree for Congress
P.O. Box 17613
Portland, ME 04112

Poetter for Congress
2118 Dana Drive
Oxford, OH 45056

Quigley for Congress
2652 N Southport Avenue Unit E
Chicago, IL 60614

Rangel for Congress
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New York, NY 10027

Re-Elect McGovern Committee
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Worcester, MA 01606

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10347 Democracy Lane
Fairfax, VA 22030

Richmond for Congress
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New Orleans, LA 70126

Ringo for Congress - Idaho Congressional
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P.O. Box 2008
Boise, ID 83701

Ritchie for Congress
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Issaquah, WA 98027

Ro for Congress Inc.
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Fremont, CA 94538

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Dublin, CA 94568

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Belmont, MA 02478

Yarmuth for Congress
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Louisville, KY 40202

Respondents.

COMPLAINT

Pursuant to 52 U.S.C. § 30109(a)(1), the Foundation for Accountability and Civic Trust (“FACT”) files this complaint with the Federal Election Commission (“FEC” or “Commission”) against the above-named respondents to determine if the following activities constitute serious violations of the Federal Election Campaign Act of 1971, as amended (the “Act”), and Commission regulations. The information contained in this complaint is based on media reports, public records, and information and belief. As explained more fully below, beginning in 2005-2006 election cycle and continuing to this day, Respondents have created for-profit businesses that, upon information and belief, are: (1) providing candidates and federal party committees (or are receiving from data companies) data and list-related products and services at below-market rates, constituting excessive, source-prohibited, and unreported in-kind contributions by the corporations; (2) engaging in an illegal coordination scheme where the common vendors (Catalist LLC (“Catalist”) and NGP Van, LLC (“NGP VAN”) (together, the “Companies”)) use their specific products and services to exchange their campaigns’ and parties’ data with soft money groups making independent expenditures; and (3) operating impermissibly since at least one of the for-profit companies has been established, financed, maintained, and/or controlled the Democratic National Committee (“DNC” or “Democratic Party”). The Commission must conduct an immediate and thorough investigation into these practices.

The Democrats and their philosophical allies began this model of operation in the wake of the 2004 election, the initial cycle in which the federal law’s “soft money ban” went into effect. Recognizing that the Democratic Party was weakened by changes in the campaign finance laws but that an improved data operation was needed in the wake of the 2004 Presidential defeat of John Kerry, the Democratic Party, its leaders, soft money donors and its liberal outside group allies

collaborated to address this deficit in its voter database, get-out-the-vote, messaging, and voter contact activities. Capitalizing on the weakening of the national political party committees, Democratic political operative and long-time member of the Democratic National Committee Harold Ickes co-created Catalist, LLC, a privately-owned data utility where Democrat campaigns, party committees and liberal outside groups could build and share data about and lists of voters. Though organized as a for-profit entity, Catalist has been reported to have “little interest in profit,” instead was “more interested in keeping its prices down to help partisan and ideological allies win elections.” Sasha Issenberg, *The Victory Lab* 179 (2012) [hereinafter *Victory Lab*]. In order to be able to keep down the costs of its products and services to federal candidates and parties, Ickes received initial capital for his company from some of the same people who had been the Democratic Party’s biggest soft money donors. Kenneth P. Vogel, *With Eyes on Hillary Clinton, Democrats Fight to Maintain Digital Edge*, Politico (Dec. 16, 2013), <http://www.politico.com/story/2013/12/2016-digital-campaign-101180.html> [hereinafter Vogel, *Digital Edge*]. Catalist also generated income by becoming a federal government contractor. See USASpending.Gov profile of Catalist L.L.C. (PIID: GAO14PO0012), attached hereto as Exhibit A [hereinafter *USASpending.Gov*]. Within the last couple of years, Catalist has joined forces with NGP VAN, LLC (“NGP VAN”), which manages the DNC’s voter database and provides services to countless individual campaign committees, to create a seamless mechanism for the Democratic Party’s federal candidates and political party committees to join with liberal outside groups to receive enhanced voter lists and information for use in voter contact, registration, direct mail, and fundraising operations. So, in addition to providing liberal groups and federal candidate and party committees with possibly below-market rate data services, this collaboration has provided an opportunity for Democratic federal campaigns, Democratic party committees and liberal outside

groups to use the advantages of a common vendor to ensure that their voter contact efforts are complementary.

Background

According to public reports, Catalist was established in 2006 by reputed Democratic political operatives Harold Ickes and Laura Quinn. *Victory Lab* at 175. Ickes, a member of the Democratic National Committee since 1998 while long-representing the unions who are a key part of the Democrats' coalition, also served as President Bill Clinton's deputy chief of staff. He is a long-time political operative who, through his relationships with the labor movement, the DNC and the Clinton Administration, helped establish the Democratic soft money infrastructure designed to support progressive causes and Democratic federal, state and local candidates in the wake of the passage of the Bipartisan Campaign Reform Act and the 2004 defeat of Democrat John Kerry. The consummate Democratic insider, Ickes has not only been a DNC member since 1998, but also served on its influential Rules and Bylaws Committee. Co-founder Laura Quinn served as deputy chief of staff to Vice President Al Gore and held numerous senior level positions with various liberal nonprofit organizations and Democratic political campaigns. She worked as a political consultant for clients such as the Democratic National Committee and Democratic presidential campaigns from 1996 through 2008.

Catalist has been described by Ickes and Quinn as a "data utility" for Democratic campaigns and liberal causes" that "has little interest in profit." *Victory Lab* at 175 & 179. With this goal in mind, they structured Catalist as a for-profit company rather than a nonprofit organization so it could "do business with candidate campaigns, parties, and outside groups like unions all at once, as long as the flat, unlimited access fees they charged each was considered fair-market value." *Id.* at 176. However, as opposed to typical for-profit commercial enterprises,

Catalist made the decision to “pay attention to revenue but was more interested in keeping its prices down to help partisan and ideological allies win elections.” *Id.* at 176. As a result, Catalist admits to charging its federal campaign and political party clients discounted prices below the usual and normal charges commensurate with the services provided to its clients. *Id.* Significantly, on information and belief, the Democratic Party has completely outsourced its data and list development operations to Catalist and NGP VAN and no longer has a staff to provide such services to its campaigns or for its own activities.

In order to maintain sufficient funds to cover expenses and to permit it to charge its campaign and political party committee clients below-market rates for its services, Catalist solicits wealthy Democratic donors who formerly funded the Party’s “soft money” accounts to invest in the company, including through the Democracy Alliance. In fact, public documents indicate that Catalist received a favorable investment recommendation from the Democracy Alliance staff at its Spring 2014 meeting. *See* DA Spring 2014 Investment Recommendations at 17-18, attached hereto as Exhibit B. Consistent with that recommendation, mega-Democratic donor and Democracy Alliance member George Soros invested millions of dollars in Catalist in 2006 and again in 2013. Vogel, *Digital Edge*. Soros invested \$2.5 million in Catalist in 2013 alone. Dan Balz, *Democrats Lay Groundwork for Hillary Clinton Presidential Run in 2016*, The Washington Post (Nov. 16, 2013), http://www.washingtonpost.com/politics/democrats-lay-groundwork-for-clinton-2016/2013/11/16/8b919fa6-4ed2-11e3-be6b-d3d28122e6d4_story.html. The second-largest investor in Catalist is Al Dwoskin, another mega-Democratic donor who also serves as a Director for Citizens for Responsibility and Ethics in Washington. Vogel, *Digital Edge*.

Against this organizational and financial backdrop, Catalist’s business model calls for it to be a common vendor between Democratic federal campaign committees, political party

committees and liberal outside groups. In 2008, then-Senator Obama's presidential campaign committee, Obama for America, selected Catalist as its data vendor. *Victory Lab* at 299. As a Catalist client, the Obama campaign was able to "create seamless links across the activist left, including outside groups with whom candidates were legally prohibited from coordinating directly." *Victory Lab* at 299. Catalist and Democrats bragged to writer Sasha Issenberg about the immediate and practical benefit of this link. In *Victory Lab*, Issenberg wrote:

When [outside group] Democracia USA collected a new voter's registration form in Florida, Obama's targeting team often knew about it before the local board of elections. Democracia would create a record in its databases, which synced daily with Catalist servers. When the Obama campaign conducted its daily download from the Catalist database, per its contract with the information vendor, the new record would show up in VAN. The campaign could start treating the person as a voter—assigning model scores, canvassing her, communicating by mail and phone, or getting her an absentee ballot—even before the registration had been officially processed. . . . Republicans wouldn't have an idea the new voter existed until she went on the books.

Moreover, in Catalist's after-action report published after the 2008 election, the organization stated that "[r]esults suggest that targeting differences between federal and independent groups, and their new, sophisticated data, were complimentary." Catalist, *Aggregate Activities of Progressive Organizations in 2008* (Compilation of Data from Catalist Subscribers) (2009). In light of the recent investments made by the Democracy Alliance members, there is reason to believe that this type of information sharing between federal campaign committees, political party committees and liberal, soft-money outside groups took place during the 2008, 2010, 2012 and 2014 election cycles, and will certainly continue in the future.

The list of Catalist and NGP VAN clients benefiting from this information-sharing vehicle is a who's who of Democratic candidates, political party committees, unions, and other soft-money outside groups. As listed on its own website, a sample of Catalist's federal campaign committee and political party committee clients include Obama for America, Friends of Mark Warner,

Arizona Democratic Party, Becerra for Congress, Bera for Congress, Florida Democratic Party, Mississippi Democratic Party, Ohio Democratic Party, Tennessee Democratic Party, Texas Democratic Party, Vermont Democratic Party, Democratic Senatorial Campaign Committee and Democratic Congressional Campaign Committee. A sample of the company's soft-money outside groups include American Votes, EMILY's List, Ready for Hillary, AFL-CIO Worker's Voices, NARAL, League of Conservation Voters, Planned Parenthood, and SEIU's federal committee. Catalist, Clients, <http://www.catalist.us/clients> (accessed January 26, 2015), attached hereto at Exhibit C. Combined with the reported independent expenditures of the DSCC and DCCC, these and other Catalist client outside groups spent over \$100 million in public communications and other reportable "independent expenditures" supporting Democratic candidates this cycle. *See* 2014 Outside Spending, by Group, Open Secrets, www.opensecrets.org/outsidespending/summ.php. In addition, Catalist is also a federal government contractor providing services to the Government Accountability Office and the official offices of numerous Democratic members of the U.S. House of Representatives. *USASpending.Gov*. A full list of Catalist's federal candidate, political party committee, soft-money outside group and federal government clients is attached as Exhibit C.

The Companies, their federal candidate and party committee clients and outside groups doubled down on their impermissible coordination in 2011, when NGP VAN teamed up with Catalist, providing the management software for Catalist's database. NGP VAN is a private company that offers campaigns and outside groups a series of digital tools such as social media, fundraising and voter contact. According to its promotional materials, NGP VAN clients include all national Democratic party committees, federal candidate committees and outside groups. NGP VAN, Clients, <https://www.ngpvan.com/clients> (accessed January 26, 2015), attached hereto as

Exhibit D. “NGP VAN is the leading technology provider to Democratic and progressive campaigns and organizations, offering clients an integrated platform of the best fundraising, organizing and digital products.” *ICYMI: VoterBuilder The Foundation For DNC’s New Project Ivy*, NGP VAN (accessed January 26, 2015), <http://www.ngpvan.com/news/icymi-votebuilder-foundation-dnc%E2%80%99s-new-project-ivy>, attached hereto as Exhibit E. VAN, one of the predecessor companies to NGP VAN, was the architect of the Democratic National Committee’s (“DNC”) VoterBuilder database which is the foundation of the DNC’s latest database project called Project Ivy.

Analysis

1. Catalist appears to have made and the Democratic political party committees and federal campaign committees appear to have received impermissible, excessive, and unreported contributions in the form of in-kind data services from Catalist, a government contractor.

The Act and Commission Regulations define “contribution” to be “anything of value made by another person for the purpose of influencing a federal election,” 52 U.S.C. § 30101(8)(A), including “the provision of goods or services without charge or at a charge that is less than the normal and usual charge.” 11 C.F.R. § 100.52(d). The usual and normal charge for goods is the “price of those goods in the market from which they ordinarily would have been purchased” and, for services, is the “charge for the services at a commercially reasonable rate prevailing at the time the services were rendered.” *Id* at § 100.52(d)(2). Any difference between the usual and normal charge and the amount charged to the political committee is an in-kind contribution. In-kind contributions, like all contributions, are restricted by source and limited in amount.

By its own admission, Catalist has little interest in making a profit. Rather, from its founding at the time the Bipartisan Campaign Reform Act’s soft money ban went into effect, Catalist has actively solicited investments from the Democratic Party’s former mega soft money

donors to finance its operations seemingly as a direct means of charging its clients in the political and advocacy market a lower rate. Since Catalist's rates appear not to be the "usual and normal" charge for these services, the Commission should investigate whether this constitutes an excessive, prohibited,¹ and unreported contribution from Catalist to its federal campaign and party committee clients. 52 U.S.C. § 30116; 11 C.F.R. § 110.9.

2. Catalist's federal campaign committee, political party committee, labor union, other soft-money outside group clients and donors appear to have engaged in illegal coordination through Catalist, resulting in prohibited and excessive contributions.

Federal law treats expenditures made "in cooperation, consultation, or concert, with, or at the request or suggestion of, a candidate, his authorized political committees, or their agents" or political party committees as in-kind contributions to that candidate or political party. 52 U.S.C. § 30116(a)(7)(B). Commission regulations establish a three-part test to determine whether an expenditure is considered a coordinated communication. A communication is considered coordinated if it is (1) paid for by an entity or individual other than the party, candidate, or candidate's committee; (2) satisfies certain content standards; and (3) satisfies the conduct standards, one of which is the use of a "common vendor" between the candidate, party committee or outside group. 11 C.F.R. § 109.21. Some Commissioners have stated that even if particular activity does not come within this regulation, impermissible coordination can still occur. See Advisory Opinion 2011-23 (Crossroads), Statement of Commissioners Bauerly and Weintraub, and Statement of Commissioner Walther.

¹ Since Catalist is also a federal government contractor, if the Commission determines that a contribution has been made, such contributions would be from a prohibited source in violation of the Act and Commission regulations. 52 U.S.C. § 30119; 11 C.F.R. § 115.2. The Commission has vigorously defended this prohibition in *Wagner v. FEC*, currently before the D.C. Circuit.

Since its establishment, Catalist's party committee independent expenditure, union, and other soft-money outside group clients have spent upwards of \$100 million on public communications that advocate the election of Democrat candidates or defeat of Republicans. Between Catalist's candidate and party committee clients (including both the House and Senate arms of the Democratic Party), most, if not all of those "independent expenditures" may have been made on behalf of candidates the two companies also serve. These outside groups, such as EMILY's List, have access to the Democratic political party and federal candidate client lists and voter data files through the "seamless links across the activist left" created by Catalist. *Victory Lab* at 299. Accordingly, the Commission should determine if the "independent expenditures" made by these soft-money outside groups satisfy the first two prongs of the coordination analysis described above.

The third prong of the coordination analysis also appears to be satisfied since Catalist states on its own website that it has acted as a common vendor for the Democratic Congressional Campaign Committee, Democratic Senatorial Committee, multiple state Democratic parties and Democratic federal candidates. It is clear, based on Catalist's objectives, public statements and reports as already set forth more fully herein, that the company exists to serve as a "seamless link" between its clients by providing services listed in the Commission regulations defining the "common vendor" standard—namely, identifying voters that are key to Democratic electoral victories and selecting audiences for messages.

Accordingly, any of the independent expenditures made by any of Catalist's outside group clients based on data provided by Catalist may be coordinated communications resulting in prohibited and excessive contributions in violation of the Act and Commission regulations.

3. The DNC appears to have established, financed, maintained, and/or controlled Catalist, resulting in a violation of the Act's soft money ban for national political party committees.

Under the Act and Commission regulations, an entity that is established, financed, maintained or controlled by a national party committee is subject to the national party committee soft money ban. 52 U.S.C. § 30125(a); 11 C.F.R. § 300.10(c). In order to determine whether an entity directly or indirectly established, finances, maintains or controls an entity, the Commission regulation provides for an examination of the overall relationship between the sponsor and the entity to determine whether any factor or factors satisfies the test. 11 C.F.R. § 300.2(c). Two of the factors are whether the sponsor, or through an agent, had an active or significant role in the formation of the entity, and whether the sponsor and the entity have any overlapping members, officers, or employees that indicates a formal or ongoing relationship between the two organizations.

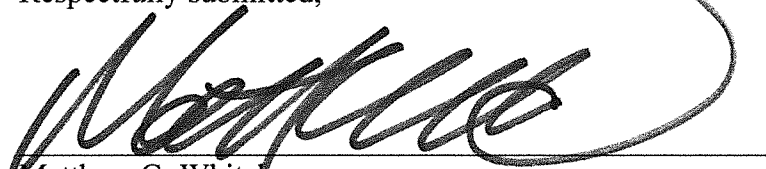
The Commission should examine whether Catalist was established, and/or is financed, maintained or controlled by the DNC and is, therefore, subject to the soft money ban. Given that Catalist was established and is governed by Harold Ickes, a long-time DNC member who sits on the influential DNC Rules and Bylaws Committee and who has played a significant and ongoing role as leader of the DNC and of Clinton presidential campaigns, the Commission should investigate this relationship. In addition, since much of Catalist's financing from its beginning appears to have come from individuals and organizations who were the DNC's "soft money" donors, the Commission should investigate whether Catalist has accepted any soft money

donations in the form of “investor” financing from such Democracy Alliance sources as George Soros and Alan Dvoskin²—or via in-kind donations from liberal, soft-money outside groups.

Conclusion

For the reasons discussed in this complaint, the Commission should conduct an immediate and thorough investigation into these allegations. If it should find violations of the Act, the Commission must then hold those Respondents who violated the law accountable.

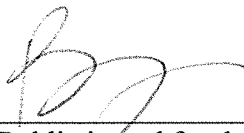
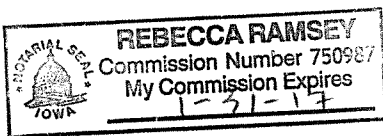
Respectfully submitted,



Matthew G. Whitaker
Executive Director
Foundation for Accountability and Civic Trust

STATE OF IOWA)
) ss.
COUNTY OF POLK)

Subscribed and sworn to before me this 16th day of February, 2015.



Notary Public in and for the State of Iowa

² According to FEC reports, Soros contributed \$100,000 to the DNC’s “Non-Federal Account #7” in 2000 and \$50,000 to the DSCC’s Non-Federal Account in 2002. Dvoskin contributed over \$100,000 to various Democratic Party soft money accounts in each of 2000, 2001, and 2002.

Exhibit A



Search

Prime Award Advanced Search Sub-award Advanced Search

NOTE: You must click [here](#) for very important D&B information.

Prime Award Spending Data

[View Sub-award Data](#)

All

Filters:

By Agency By Prime Awardee By Location

[Report Data Issues](#)

View:

Jump to: [All Spending Data](#) | [Contracts Data Only](#) | [Assistance Data Only](#) | [Export](#)

Total Dollars: \$64,970	Number of Transactions: 2	Total Sub-Award Dollars: \$0	Number of Sub-Award Reports: 0
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All Spending Data

Catalist L.L.C.

Top 5 Prime Award Recipient Locations (States)

1. District of Columbia	\$64,970	
-------------------------	----------	--

Top 5 Prime Award Major Agencies

1. Government Accountability Office	\$64,970	
-------------------------------------	----------	--

Top 5 Prime Award Sub Agencies

1. Gao, Except Comptroller General	\$64,970	
------------------------------------	----------	--

Top 10 Prime Awards in All Fiscal Years

- | | | | |
|----|---|----------|--|
| 1. | Contract: Government Accountability Office
GAO14PO0012
Support- Administrative: Library | \$61,370 | |
| 2. | Contract: Government Accountability Office
GAO14PO0012
Support- Administrative: Library | \$3,600 | |

Contracts Data Only

Top 5 Prime Award Type of Contracts Used

1. Firm Fixed Price	\$64,970	
---------------------	----------	--







Top 5 Prime Award Contractors


1. Catalyst L.L.C.	\$64,970	
--------------------	----------	--

Top 5 Prime Award Products or Services Sold

1. Support- Administrative: Library	\$64,970	
-------------------------------------	----------	--

Prime Awards Timeline

-  Contracts
-  Grants
-  Direct Payments
-  Insurance
-  Loans and Guarantees
-  Others

 List View

All prime awardee data as reported by agencies. The assistance prime awardee data includes agency submissions as of 01/25/2015 and the contracts prime awardee data includes procurement data downloaded from FPDS as of 01/26/2015. Please note that availability of DOD contracts prime awardee data is delayed by 90 days to protect operations tempo. All Sub-awardee data is based on prime awardee submissions from FSRS, for sub-contracts as of 01/25/2015 and for sub-grants as of 01/25/2015. For more information about the data, data sources, and data timeliness, please see Learn.

The quality procurement data is maintained by the federal agencies by annual verification and validation of their data in FPDS. For more information on how the quality is maintained and what the government is doing in ensuring the quality please see (PDF).

ITDASHBOARD

DATA.gov



RECOVERY.GOV

WWW.WHITEHOUSE.GOV



USA.gov
GOVERNMENT OF THE UNITED STATES

PERFORMANCE.GOV

Exhibit B

Spring 2014

DEMOCRACY ALLIANCE INVESTMENT RECOMMENDATIONS

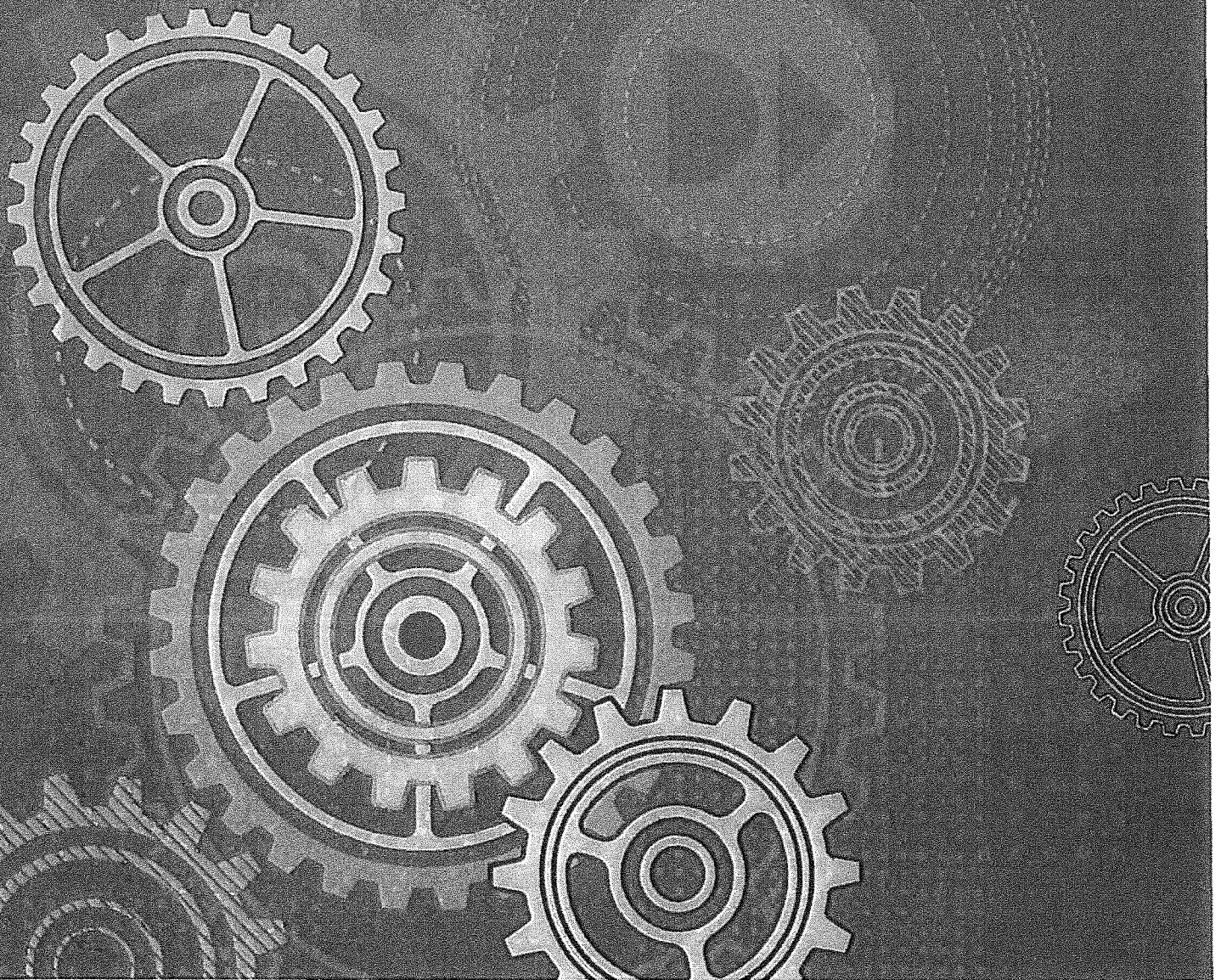


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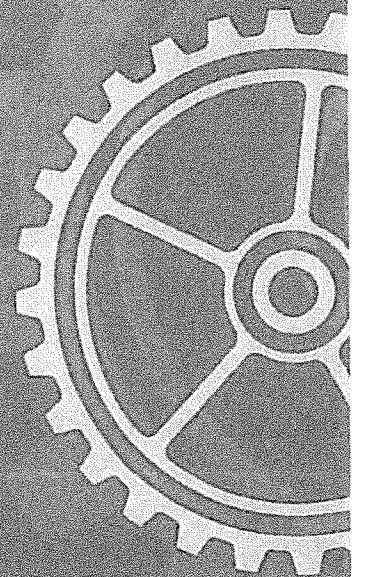
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The 2014 elections are six months away, and yet a confluence of factors indicates that this year may be particularly difficult for progressives – not just for advancing policy but also at the ballot box. Conservatives, particularly the Koch Brothers, are playing for keeps with an even more pronounced financial advantage than in recent election cycles. What progressives have is a strong infrastructure – built up and supported by Democracy Alliance (DA) Partners and other allied funders – that is innovative, collaborative, and deeply invested in mobilizing the key constituencies that will constitute the new American majority. As we deploy this infrastructure in such a critical year, we must also look beyond our current 2012-2014 portfolio and anticipate the types of investments that will take our unique collaborative funding model to the next level and inspire and leverage even greater levels of investment.



THE CHALLENGES AHEAD

With the recent *McCutcheon* Supreme Court decision to strike down aggregate donor contribution limits, the flood of special interest money in our political system continues unabated. This presents serious challenges for how we will continue to ensure that the interests of lower and middle-income Americans are represented in our political system. Given the Right's considerable financial advantage among major donors, this situation also raises serious concerns about progressive candidates' ability to run competitive campaigns against an expected deluge of money.

The Right's heightened financial advantage is particularly concerning because conservatives, once elected, have been relentless in systematically undermining sources of progressive power while carrying out their policy agenda. For example, after Governors Scott Walker, John Kasich, and Rick Snyder were elected in 2010, they targeted public sector unions, depriving many teachers, firefighters, and government workers of the ability to collectively bargain for higher wages and pensions. In addition to depriving individual workers of their rights, these laws also limited several labor unions' ability to advocate on behalf of workers and weakened their position as a major source of progressive political financing. In Wisconsin alone, union membership shrunk considerably after Governor Walker signed the Right's anti-union bill.

Similarly, conservatives have ruthlessly restricted the right of many to vote, particularly young voters, voters of color, and low-income voters - many of whom, not coincidentally, are largely supportive of progressive candidates and policies. In the last year, conservative legislatures restricted the right to vote in eight states and rolled back many states' previous efforts to allow citizens to vote early or register to vote on election day. Conservatives' state targets for passing restrictive voting laws is not coincidental; they have been highly focused on contested states such as FL, NC, OH, and WI where increased turnout among these voters has been determinative in state and national elections.

The Affordable Care Act's (ACA) rocky rollout in October only added fuel to conservatives' plans to exploit public confusion about the law to their strategic advantage. With depressed voter turnout expected this fall and an energized base, conservatives have already unleashed an unrelenting (and factually challenged) media campaign against the ACA and its supporters. It is unclear how the law's recent enrollment success, with 7.1 million people signing up for health care in the initial open enrollment period, will translate to voting behavior. Regardless of the law's actual beneficial policy impact, conservatives clearly believe that they have the upper hand on this issue.

Progressives cannot cede ground on any of these issues and must find effective ways to educate voters about the benefits of the ACA, expanded voting access, and workers' protections and conservative attacks as a mobilization strategy in states and races across the country this fall and beyond.

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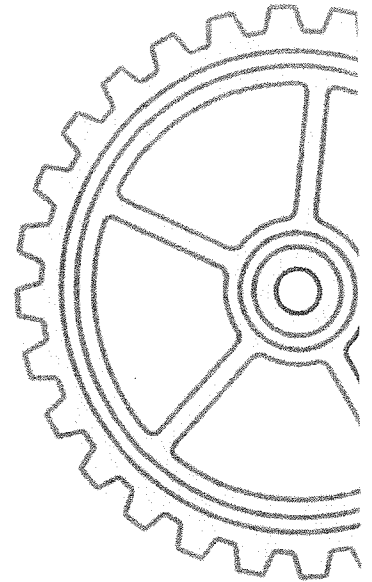
PROGRESSIVE VICTORIES

Amidst all these challenges, significant opportunities remain – not only to fight back against conservative policies and messages but to proactively advance our own agenda. Over the last year, the progressive movement has secured significant victories at the state and national level, including:

- > The overturn of DOMA and an unprecedented string of favorable marriage equality court decisions;
- > Expanded voting rights in CO, FL, and NH and aggressive pushback against efforts to limit voting;
- > Immigration reform passing in the Senate;
- > The 7.1 million new enrollments in ACA-created health exchanges, and the additional coverage of 3 million Americans by expanding Medicaid eligibility in 26 states and the District of Columbia; and
- > A series of executive actions to combat the threat of climate change.

These issue victories were exactly what we envisioned when we introduced our 2012-2014 investment approach: sustained progress on a host of issues at the state and national level, made possible by a well-aligned network of organizations – collaborating with the greater progressive infrastructure – that drives change by:

- > Developing the policies and messages that advance a progressive policy agenda;
- > Communicating those policies to key constituencies;
- > Engaging, organizing, and mobilizing voters;
- > Monitoring the Right; and
- > Building progressive legal capacity.



OPPORTUNITIES AT HAND

The aforementioned victories and might of our infrastructure are strong evidence that we are more than capable of turning back the latest threats from the Right. But to prevail in 2014 and beyond, progressives must invest significant resources in the Rising American Electorate (RAE) of unmarried women, young people, and people of color.

The DA has already made engaging and mobilizing the RAE a major tenet of our investment approach, recommending support for the Latino, Youth, Women, and Black Civic Engagement Funds. Together, these funds have the potential to reach two million voters. This is particularly important given many of these constituencies' historical lower turnout rates in non-Presidential elections. Looking ahead to 2015, these voters will also be a critical piece to any coalition working to halt climate change, tackle income inequality, expand the right to vote, and advance other important issues of which they are supportive.

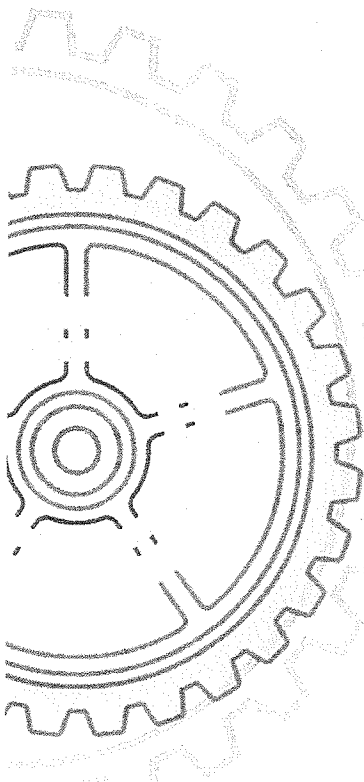
To further maximize progressive opportunities this year, the DA has recommended a State Engagement Initiative which envisions investment in 11 states that have competitive gubernatorial, Senate, and/or Congressional races this year and are home to many of the RAE voters identified above who could benefit from increased mobilization efforts.

These initiatives, when combined with the ongoing recommendations to key organizations such as America's Vote, StateVoices, Catalyst Media Matters, ProgressNow, and Progressive Majority offer progressive our best path to strategic victories this November. Through their collective work, we can ensure that places designed to mobilize voters and maximize turnout will be well targeted and coordinated, that progressive candidates will be competitive in races up and down the ballot, and that there will be strong communications efforts underway - not only to turn the tide on the Right's negative messaging on Obamacare and other issues but also to highlight conservatives' extremist policy positions and expose the true beneficiaries of their agenda.

Because we must always keep our eye on the prize, other recommended organizations (CAP, CBPP, CCC, CPP, NOI, NMV, OFA) will be developing the policy proposals, driving the issue-based advocacy campaigns, seeding the new "game changing" innovations, and training the next generation of organizers to position progressives for maximum policy success on a host of issues, from Medicaid expansion to early childhood education to immigration, regardless of the election outcome.

Finally, progressives' long-term success hinges on our ability to fundamentally change our current political system - including large questions about who can vote, the role money should play in politics, and what our courts look like. ACS, the Brennan Center, and Fund for the Republic are all tackling these larger democracy reform issues and will play a central role in ongoing efforts to broaden the coalition of reformers, helping to provide the intellectual and financial firepower needed to reshape our democracy.

In the investment memos that follow, we provide more detailed summaries of the work of each of our recommended organizations, noting their major achievements, challenges, and proposed scope of work for 2014. As we have throughout the course of this investment portfolio, we pay particular attention to the successful examples of alignment that have developed over the last three years and highlight additional opportunities that could further advance our collective vision of a stronger democracy and more progressive America. We hope that these summaries and analyses help to guide the important funding decisions that Partners will make at the upcoming spring conference in Chicago and throughout this pivotal year.



WHAT THIS BOOK CONTAINS

This set of investment materials contains one-year summaries on each Aligned Network organization's progress in 2013 against the goals forecast and mutually agreed upon with the DA at the beginning of last year. There are also updates and summaries on each dynamic investment that the Board of Directors recommended in 2013, along with updates on this year's recommendations.

Together, these reports convey how the Democracy Alliance's recommended investments fared in 2013 and serve as an important touchstone for determining the portfolio's overall progress toward greater alignment.

PROCESS AND RATINGS

These progress reports and ratings were prepared by the Democracy Alliance Investment Services staff. In summarizing our analysis and the information received from the recommended organizations, we responded to Partner requests and strove for brevity; however, the underlying data and evidence are available to Partners upon request.

In an assessment process in which judgment calls are inherent, we have been driven by facts and fairness, and we have been particularly careful when hard judgments needed to be made. The process was as follows:

- > Working with DA staff, the recommended organizations set 2013 goals and six-month benchmarks at the beginning of last year.
- > In July 2013 and again in January 2014 (at six-month intervals), the Aligned Network organizations and dynamic investments submitted detailed written reports.
- > In order to get as detailed and nuanced an understanding of an organization's accomplishments and efforts as possible, the Investment Services team spoke with every organization and/or posed specific questions to the organizations in writing.
- > And, finally, each organization reviewed the text of its own memo for factual accuracy.

The ratings system in the progress monitoring report is designed to help Partners see how organizations performed against the mutually agreed upon goals and benchmarks they set at the beginning of 2013. The scoring system for program, operations, and collaboration and alignment efforts is as follows:

○○○○	4 = Superior: May not be perfect in every dimension, but very strong in all with no major areas of concern and exceptional performance in at least one dimension.
○○○○	3 = Good: Either good performance across-the-board with no major areas of concern, or outstanding performance on some dimensions combined with one area of at least moderate concern.
○○○○	2 = Fair: Mixture of good performance on some dimensions and moderate concerns on others.
○○○○	1 = Weak: Poor performance in an important area and/or pattern of unimpressive performance in several areas.

In particular, on finance, the scores mean the following:

○○○○

4 = Superior: Made initial revenue and budget/spending goals, even in a lean financial year. Negligible, if any, budget revision during the year with revenue in line with or greater than expenses.

○○○○

3 = Good: Managed through a lean year by making budget cuts early and then hitting or exceeding those revised targets, sometimes by judiciously using modest amounts of carryover or reserve; or nearly met revised target but kept expenses in line with revenues. Overall, maintained healthy financial outlook.

○○○○

2 = Fair: Muddled through, often running a deficit and/or making significantly greater-than-average budget cuts

○○○○

1 = Weak: Organization-threatening financial difficulties.

It is very important to note that these ratings summarize how organizations performed against their own goals; they should not be used to compare one organization to another.

We recognize that no assessment system is perfect, and in the end these judgments are our own. We do hope that in providing these reports, DA Partners will gain a better sense of how their investments performed in the first year of the new portfolio, the considerable achievements of the Aligned Network and dynamic investments to date, and also the areas where improvement is needed as we strive to grow strong, effective organizations.

DIVERSITY INFORMATION

One dataset in these memos bears a special mention. Ensuring that our portfolio of organizations and their work reflect the diversity of the progressive movement is an important aim of the Democracy Alliance and a particular goal of the 2012-2014 portfolio. Therefore, each investment memo includes data on the diversity of the organization's Board, senior staff, and other remaining staff in three categories: race and/or ethnicity, biological sex and/or gender identity, and sexual orientation. We are providing it because we believe that simply asking for the information places a premium on diversity and that over time a well-balanced set of recommendations and Partner support for organizations that reflect diversity will contribute to our vision of a more progressive America.

As many funders do, we asked organizations to give us information that they collect, voluntarily, from their employees and Board. With regard to LGBTQ diversity, many organizations do not, as a practice, ask their employees about their sexual orientation and, thus, did not report on that aspect of their staff and leadership diversity. As a result, the diversity information, particularly as it relates to LGBTQ diversity, in the investment memos, may be undercounted or otherwise incomplete.

CONCLUSION

We hope you find these reports helpful and that you use them for your own work with these organizations, both now and in the future.



America Votes

America Votes serves as a permanent strategic hub coordinating issue advocacy, voter protection and electoral efforts in 20 key states, maximizing the short- and long-term impact of its 400+ progressive partners.

America Votes (AV) coordinates the engagement and issue advocacy efforts of its more than 400 state and national partners. In 2013, AV led issue campaigns in FL, ME, MI, OH, and PA that highlighted the extreme positions of Republican governors and legislatures and coordinated offensive strategies where possible, leading successful voting reforms in CO and FL. Financially, AV struggled to secure resources in a difficult fundraising year, even as the need for its strategic coordination was greater than ever. Operationally, Greg Speed was selected as President after serving six years as Executive Director.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met goal to coordinate campaigns to block conservatives' agendas. Contrasted austere state budget with corporate tax breaks in PA, mobilized citizens in FL opposed to school privatization plans and higher middle class taxes, and educated citizens on implications of extreme budget in OH. Campaigns successfully kept table partners united and focused on defeating conservative governors' policies headed into 2014.

Met voting rights and election administration advocacy goal. Spearheaded proactive efforts in CO, FL, and NH; successfully secured all-mail ballot system and same-day registration in CO, restored early vote and won reforms to shorten ballots in FL, and expanded types of accepted voter IDs for students and seniors in NH.

Met planning and coordination goal. Led planning process in September that resulted in network-wide engagement plans with input from: original post-election analysis, knowledge of movement gaps, and electoral priorities and targets from in-state partners; earliest ever process will maximize coordination and ability to marshal resources early in 2014.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Met operating capacity goal. To coordinate ongoing activities and avoid boom and bust staffing, spent \$860,000 of 2012 carryover. Continued providing partners with access to voter data, but challenges remain in data space, and greater organizational alignment and sustainable models for financing access to data are needed.

FINANCE ○○○○

COLLABORATION AND ALIGNMENT

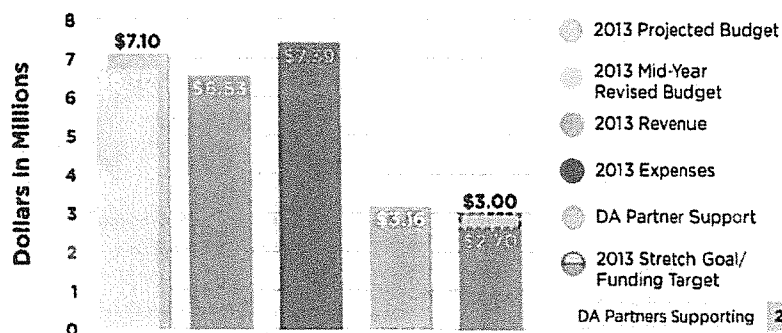
Nearly met alignment goals. Launched VVN with ProgressNow and State Voices to share backend operations. Joint convening with all three organizations postponed - along with further alignment plans - pending others' leadership transitions. Ongoing coordination efforts remain strong.

Met partnership expansion goal. Recruited six additional national partners; organizations in labor, Latino, gun safety, and women's equality add diversity to coalition.

FINANCE

Raised \$6.53 million, slightly short of revised \$6.70 million goal; spent \$7.39 million.

Partially met goal to secure multi-year commitments. Raised \$2.30 million in multi-year commitments, exceeding \$1.50 million goal; however, carried over significantly less because of the need to support its permanent operations capacity.



2014 GOALS AND BENCHMARKS

In 2014, America Votes will continue to serve as a progressive planning and organizing hub across its 20-state network, leading and coordinating the activities of its' 400+ partner organizations in advance of this year's mid-term elections. Operationally, America Votes will focus on ensuring a smooth transition to its new senior leadership and refining its business model to ensure more stable multi-year funding.

Program

Develop and lead implementation of strategic, coordinated plans across 20-state network that reflect priorities for advancing legislative issues, where possible, and coordinating electoral efforts around key state legislative, gubernatorial, and federal races.

Integrate voter protection and election administration priorities into all state plans, ensuring maximum voter

participation in the 2014 elections; establish 501(c)(4) Voter Protection Fund that will support AV and its partner organizations in states where election administration battles occur.

Restructure state network in next two years to fully integrate affiliate states into network, expanding AV's breadth and impact.

Operations and Governance

Ensure successful transition to new President, Managing Director, and Board Chair.

Collaboration

With State Voices and ProgressNow, continue to explore how to further cut costs in the states and more closely integrate programming in 2015 and beyond; continue convening working groups with Committee on States,

ProgressNow, and State Voices.

Work with Committee on States to implement State Engagement Initiative and re-grant national funds to top performing programs in the 14 states in which there is overlap.

Finances

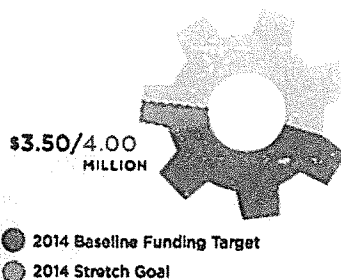
Raise \$8.51 million operating, with \$6.00 million secured by July.

Increase financial sustainability by securing 10 multi-year funding commitments from institutional and individual donors.

DA staff recommends baseline support for America Votes of at least \$3.50 million. Increasing support from this level to \$4.00 million would allow AV to sustain its permanent campaign operations across its 20 state network into 2015. Meeting this funding target would require current supporters to modestly increase their giving and

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$8,510,000



for several new Partners to consider supporting the organization.

Diversity Statistics

	Board	Senior Staff	Remaining Staff
Total	19	8	66
% People of Color	21%	13%	22%
% Women	47%	50%	36%
% LGBTQ	5%	0%	7%

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

Conservatives have launched a war on voting, targeting young people, people of color, low-income people, and other constituencies that support progressive policies. Given these attacks, progressives must defend the right of all Americans to vote and advance election administration reforms, where possible. AV has focused on election administration since 2009, but has recently forged new alliances with many organizations it did not work with previously - like the Advancement Project, Brennan Center, ACS, and State Voices' organizations. By expanding its work with these organizations and existing voting rights coalitions, America Votes was able to bring advocacy capacity to state-level fights in CO, FL, and NH - all of which expanded the right to vote for its citizens in 2013. These victories laid the groundwork for further offensive efforts illustrate the value that AV's advocacy capacity might bring to other fights, such as democracy reform and the fight to get money out of politics.

Contributions or gifts to America Votes are not tax deductible as charitable contributions or as business expenses under IRC Section 162(e).

American Constitution Society

ACS and its influential legal network protect and advance core progressive constitutional values to build a more just and equal society.

American Constitution Society (ACS) promotes a progressive vision of the law and counters conservative forces intent on eroding core constitutional values. In 2013, ACS continued to highlight the judicial vacancy crisis and partisan obstruction of qualified nominees, using its network to argue for the constitutionality of Senate rules changes that led to the confirmation of four judges to D.C. Circuit Court, three of whom were members of the ACS network. ACS used its network to develop new legal strategies to protect voting rights after the Supreme Court's *Shelby* decision and expose the relationship between corporate contributions and state supreme court justices' rulings.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met goal to promote progressive vision of the law.

Advanced filibuster reform by highlighting issue in national media, successfully leveraging attention to create outcry for confirmation of long-stalled D.C. Circuit Court nominees. Disseminated materials including issue brief on judicial reform that was cited on Senate floor during debate, and coordinated drafting of op-ed that was entered into Congressional record.

Met goal to deepen ACS' influence within legal community.

Five members of ACS network confirmed to federal bench, including three of four new D.C. Circuit members. Assisted in placing 34 senior-level lawyers in highly regarded judicial, policy, and academic placements.

Met goal to host "thought leader" convening to expand reach and address emerging issues. Held convenings on workers' rights, voting rights, and marijuana legalizations; sparked collaboration between scholars, advocates, and policymakers resulting in new litigation strategies and media attention.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Met goal to improve tracking of members and member engagement.

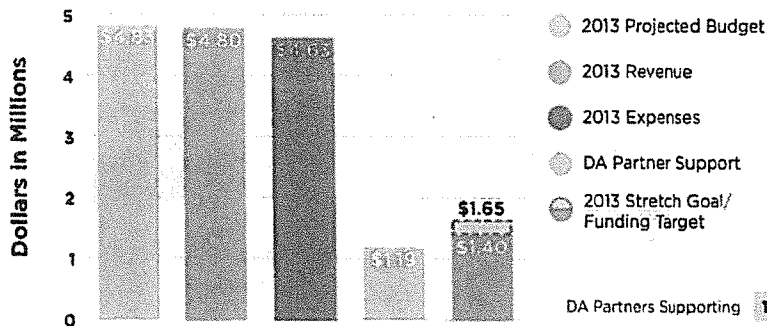
Updated automated system for reconciling database, allowing for improved records and better retention of dues paying members. Twelve student chapters established historian positions to track participation and coordinate alumni outreach.

FINANCE ○○○○

FINANCE

Raised \$4.80 million, nearly meeting original \$4.83 million goal; held spending to \$4.63 million.

Met goal to increase major donor funding from \$890,000 to \$1.00 million. Raised \$1.01 million from major donors and raised \$100,000 in new or increased foundation support.



2014 GOALS AND BENCHMARKS

In 2014, ACS will use its network to emphasize the ongoing judicial nomination and confirmation crisis and build a pipeline of progressive jurists to help fill some of those vacancies. It also will work with allies to protect voting rights, access to the courts, and advance a progressive vision of the Constitution.

Program

Produce and disseminate eight to ten publications and five to seven online symposiums featuring contributions from scholars and partners, highlighting judicial nominations, constitutional interpretation, and access to justice; track impact through increased media presence.

Elevate public profile of ACS as expert on progressive legal issues by generating features in six to eight

outlets and having ACS narratives cited in more than ten media stories.

Hold two gatherings to discuss how ACS could support policy and messaging efforts for voting rights and democracy, Second Amendment issues, and money in state judicial elections.

Place members in at least 15 legal, judicial, policy, or academic positions in order to deepen ACS' influence within the legal community.

Operations and Governance

Conduct quarterly task force calls with lawyer chapter leaders, collect feedback, and share best practices in order to improve member engagement.

Implement effective financial, administration, and technology systems to efficiently track resources spent on specific work areas to inform management decisions.

Collaboration

Strengthen efforts to raise awareness of the judicial vacancy crisis by partnering with CAP, CAC, Brennan Center, LCCHR, PFAW, and Alliance for Justice, crafting at least eight joint programs and

coordinate on other issues impacted by the courts such as voting and money in politics.

Finance

Raise full \$4.65 million operating budget; secure multi-year commitments, raising \$2.00 million towards future years.

DA staff recommends baseline support for ACS of at least \$1.20 million. Increasing support to \$1.50 million would allow ACS to enhance communications capacity to disseminate messages on ACS topics. Meeting this funding target requires current DA Partners to modestly increase their giving.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$4,650,000



Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	22	7	29
% People of Color	18%	0%	31%
% Women	45%	71%	55%
% LGBTQ	9%	14%	7%

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

In 2013, ACS played a critical role in developing content and promoting a progressive framework on judicial vacancies, filibuster reform, voting rights, and money in politics. ACS' work is more critical than ever, given the willingness by the Right to use the courts to get desired outcomes. This was evident with the healthcare lawsuit and recent *Hobby Lobby* SCOTUS hearing on healthcare's contraceptive mandate. At the state level, conservatives are influencing judicial elections with an influx of campaign dollars in order to ensure the judges hearing the important cases are anti-regulation, anti-equality, and anti-tax. Shifting this tide will require ACS to continue deepening its relationships with non-judicial organizations, developing partnerships with efforts like the Democracy Initiative, a coalition of organizations working to mobilize their bases around democracy reform and judicial fights, and taking advantage of the coalition's national and state reaches, large memberships, and grassroots capacity.

Black Civic Engagement Fund

and Black Civic Engagement Action Fund

Through leveraged grantmaking, the Black Civic Engagement Fund engages and mobilizes the black community, building long-term political and economic power among a key progressive constituency

Despite the growth and increasing political clout of the over 42 million African Americans in the U.S., the black community still faces barriers to long-term equality. The Black Civic Engagement Fund and its advocacy counterpart, the Black Civic Engagement Action Fund, jointly referred to as the Funds, seek to address this inequality and build the long-term political and economic power of black Americans. In 2013, the Funds relaunched after a period of inactivity and invested in building out infrastructure in four states (FL, MI, PA, and TX), focusing on increasing enrollment in the Affordable Care Act. The Funds will continue to build on this work in 2014 as they support the engagement and advocacy efforts of black civic engagement organizations in seven states.

2013 PERFORMANCE AND IMPACT

Partnered with SEIU, Latino Engagement Fund, and Out2Enroll to support outreach efforts for healthcare education and enrollment in Detroit, Houston, Miami, Philadelphia, Pittsburgh, and San Antonio; to date efforts have reached 90,000 people and provided grantees an early opportunity to start developing capacity ahead of planned election-year registration and engagement efforts.

Provided funding to hire coordinator for Black Civic Engagement Table; convened 12 organizations at the national table, coordinating their work, and developing collective goals and plans for 2014.

Coordinated with other Funds (Latino, women, youth, and new media) to identify overlapping states and possible joint program opportunities; established ways to standardize reporting and track grantee work, including joint site visits, common reporting tools, shared experiments, and coordinated grantmaking.

Invested \$300,000 for Higher Heights for America, a comprehensive research project that examines the current state of black women's political leadership, identifies obstacles to running for office, and outlines the opportunities available for expanding their leadership and capacity.

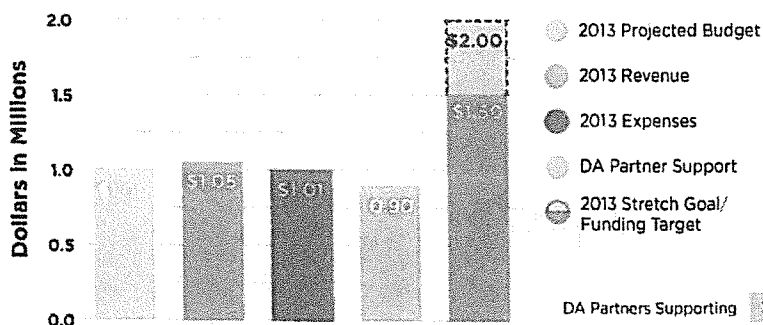
Raised \$150,000 for operations and spent \$110,000; raised full \$900,000 grantmaking budget.

Investment Services Analysis

The Funds relaunched in fall 2013 after a period of inactivity and spent significant time in the last six months building their own infrastructure. Originally recommended with no staff and one senior advisor to guide the Funds' grantmaking and strategy, a search is underway for a full-time Director. The Funds' Advisory Board is comprised of representatives from three large supporters: SEIU, Ford Foundation, and DA.

The Funds' grantmaking strategy centers around two ideas: first, organizations must increase their capacity and sophistication and, second, the field needs more resources. To increase effectiveness and coordination at the national level, the Funds are committed to supporting the Black Civic Engagement Table, including shared costs associated with research and analysis for field planning, evaluation and coordination, and tools access. The Funds have also identified seven states with large black populations where increased investment and turnout could have significant impact in the short term and build long-term capacity and power.

2013 Financial Update



The Black Civic Engagement Fund was first recommended in fall 2013. This memo provides an update on its first six months of activity. Going forward, DA staff will work with BCEF to set annual goals and report back to Partners on its performance and impact, as it does with all DA recommended organizations

2014 GOALS AND BENCHMARKS

In 2014, the Funds will focus on the needs, capacities, and opportunities to grow and expand black organizing and civic engagement infrastructure for the long term. They will specifically invest in cities and states where their support could have significant implications for progressive policy, state legislative, and other victories. After hiring a full-time Director, the Funds will focus on formalizing their operations.

Program

Invest \$3.80 million in voter contact, education, and GOTV programs in seven states (CA, FL, MI, NC, OH, TX, and VA) that also strengthen black infrastructure over the long term. Support organizations in seven states dedicated to mobilizing black voters and advancing issues of concern to the black community, including access to the ballot, racial profiling, and economic inequality issues.

Identify and offset shared costs to the field by supporting communications infrastructure, research and polling, and the testing and dissemination of voter engagement best practices.

Provide access to Voter Activation Network tool and other technologies to improve Black Civic Engagement Table's targeting, tracking, and reporting of voter information.

Operations and Governance

Hire full-time Director to manage operations, programming, and fundraising for the Funds.

Expand the Funds' Board of Directors by adding at least 2 new labor and foundation members.

Collaboration

Continue working with LEF to support efforts to increase black, Latino, and LGBT enrollments in the Affordable Care Act in targeted states and transition to voter registration, to turnout, and issue campaigns.

Collaborate with state organizations in FL, MI, and OH where the black vote can be decisive or where effective mobilization of the black community can help to shift the issue environment around critical legislative fights.

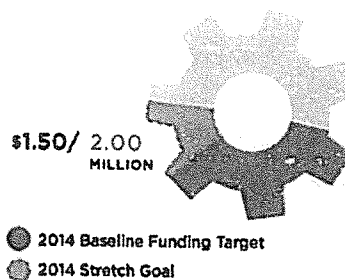
Finance

Raise full \$360,000 operating budget and \$3.80 million for regranteeing

DA staff recommends baseline support for the Funds of at least \$1.50 million. Increasing support from this level to \$2.00 million would allow the Funds to offer technical assistance and planning support to its grantees and scale issue advocacy efforts during the year. Meeting this target would require a significant number of Partners to consider supporting this work.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$4,160,000



Diversity Statistics			
	Total	Senior Staff	Remaining Staff
Total	3	1	N/A
% People of Color	67%	100%	N/A
% Women	67%	100%	N/A
% LGBTQ	Did Not Report		

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

In 2013, the Funds partnered with LEF in a coordinated effort to educate voters of color about the Affordable Care Act and enroll them in the federal health exchange. BCEF made direct grants in MI and PA and joined with LEF to support programs in FL and TX - states that are strategically significant to building long-term power for both communities. There are opportunities to replicate this collaborative work with LEF and the DA's other women and youth constituency-focused efforts. These efforts share many of the same target states based on demographic growth, existing infrastructure, and other opportunities. Joining forces on future college affordability, inequality, or climate change campaigns could amplify each Funds' investment and allow for more sophisticated grantmaking that embraces the multiple identities of many voters.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) Black Civic Engagement Fund and the 501(c)(4) Black Civic Engagement Action Fund. The operations of the two organizations are kept separate to the degree required by law.

Brennan Center for Justice

A combined think tank, public interest law firm, and advocacy group, the Brennan Center fights for the revitalization of our systems of democracy and justice.

Last year, the Brennan Center played a central role in the successful national fight against a coordinated, Right-wing attack on voting. The Brennan Center continued to work in 2013 to advance voting rights, combat money in politics, and reduce mass incarceration through cutting-edge research, major lawsuits, advocacy efforts, and strategic communications. It played a lead role in the nearly successful effort to pass small donor public financing in NY and made significant advancements in its voting rights work. The Presidential Commission on Election Administration adopted reforms to our voting systems that were crafted by the Brennan Center, such as modernizing registration and expanding early voting. In 2013, Brennan began to implement its most recent strategic plan, affirming the above mentioned three priority campaigns and committing to expanding its research, advocacy, and communication capacities.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

OPERATIONS ○○○○

FINANCE ○○○○

COLLABORATION ○○○○

PROGRAM

Met goal to fight voter suppression. Filed lawsuit challenging TX's harsh voter ID law, intervened to block "proof of citizenship" laws in AZ and KS. Worked with civil rights organizations to advance Congressional fix in response to *Shelby* Voting Rights Act decision.

Met goal to advance small-donor public financing. Helped lead coordinated advocacy effort in NY legislature for reform, which nearly passed legislature. Research and testimony to state-level commission, extensive media work, and legal counseling for coalition and legislative leaders again brought reform close to enactment as part of 2014 budget.

Met goal to advance voting reforms nationally. Provided extensive written and in-person testimony that led to adoption of Presidential Commission's recommended reforms, such as modernizing registration and expanding early voting.

Met goal to publish criminal justice policy proposal. Issued report that won bipartisan support for recommendations to reduce rearrests; garnered interest from Department of Justice.

OPERATIONS AND GOVERNANCE

Met goal to implement strategic plan; initiate new annual planning and priority-setting process. Augmented three priority campaigns from strategic plan on voting, money in politics, and mass incarceration; expanded strategic communications capacity; advanced progressive jurisprudence to address money in politics, voting, and liberty and national security.

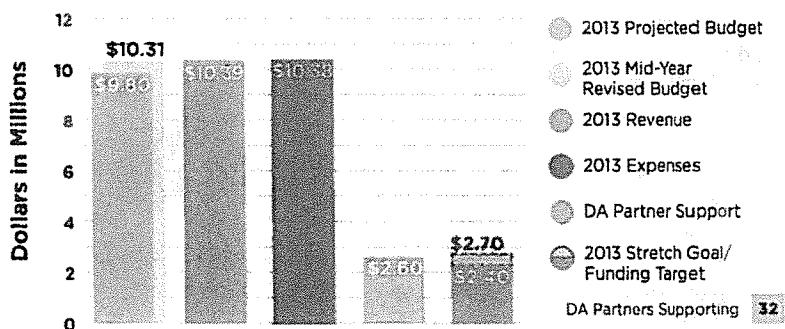
COLLABORATION AND ALIGNMENT

Met goal to expand support for democracy reform. Helped prepare groups in Democracy Initiative – a coalition of labor, civil rights, voting rights, and environmental organizations committed to democracy issues – by providing analysis in voting, money in politics, and redistricting; with progressive legal partners conducted opinion research and developed messages on advancing democracy reform and limited research around support for VRA and framing SCOTUS decision as judicial overreach.

FINANCE

Raised \$10.39 million, with \$1.36 million secured in previous year for 2013 work, exceeding revenue goal of \$10.31 million; spent \$10.38 million.

Exceeded goal to increase major donor giving. Raised \$3.00 million from major donors in second half of the year, beating goal of \$2.40 million.



2014 GOALS AND BENCHMARKS

In 2014, the Brennan Center will work to further advance voting reform, fight vote suppression, push for money in politics reforms, and promote fair courts. While the Brennan Center seeks to shift the national debate, much of its work will focus on the state level where the best chance for reform exists.

Program

Play lead national role in fight against voter suppression in the lead up to the 2014 election with legal, communications, and policy support to advance reform at the state level, through lawsuits, including major challenge to TX voter ID law and Kansas/Arizona proof of citizenship laws; legislative advocacy; and strategic messaging strategy.

Act as legal and policy counsel to campaign to pass small donor public financing in New York; if passed,

defend legal challenges and ensure proper implementation.

Publish and publicize four studies designed to develop support for money in politics reform and call public attention to how Supreme Court decisions have led to dramatic increase in big money in politics.

Win support among key administration officials for overhauling criminal justice funding by implementing success-oriented funding instead of incentivizing mass incarceration.

Operations and Governance

Increase output of innovative ideas and policy proposals with three to five fellows who have significant practical

experience in government, law enforcement, journalism, and the social sciences.

Collaboration

Provide policy, political, and legal expertise to the Democracy Initiative to maximize short-term opportunities where grassroots support will make an important difference.

Advance agenda of joint programming with ACS to include a coordinated effort on protecting judicial independence and advancing reform of state courts, and on developing and promoting key legal theories on voting and money in politics.

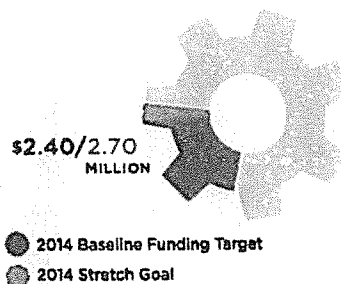
Finance

Diversify funding by securing support from two to five new foundations and five to ten new major donors.

DA staff recommends baseline support for Brennan Center of at least \$2.40 million. Increasing support from this level to \$2.70 million would allow Brennan Center to expand its communication capacity and broaden its media and digital reach. Meeting this funding target would require current DA Partners to modestly increase their giving or for one to two new Partners to begin supporting its work.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$11,600,000



Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	26	11	65
% People of Color	15%	36%	31%
% Women	38%	64%	60%
% LGBTQ	Did Not Report		

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

The Brennan Center continues to help guide major state and national coalitions to advance voter protection, money in politics, and judicial nomination reform. On voter protection, the Brennan Center is currently working closely with SV as part of a national Voter Enfranchisement Working Group, which includes the Lawyers' Committee on Civil Rights, Advancement Project, and Project Vote. Together, this group has offered policy guidance to SV and helped tables in 18 states craft strategies for protecting and advancing the right to vote. With over 1,300 state and local organizations now committed to voter protection this year, it has not only enlisted new organizations in the fight for reform but undoubtedly has created the potential for thousands of votes to be saved. The Brennan Center is encouraged to continue this work through Election Day and to explore other opportunities for marrying its policy expertise with the grassroots capacity of other organizations.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) Brennan Center and the 501(c)(4) Brennan Center Strategic Fund. The operations of the two organizations are kept separate to the degree required by law.

Catalist, LLC

Catalist provides the data and services progressives need to identify, persuade, and mobilize individuals through field organizing, online advertising, and many other communications channels.

Catalist is a national voter file and data platform that provides tools and modeling for progressive organizations, allowing them to more effectively target and mobilize voters. In 2013, Catalist built new models and integrations, valuable tools that help organizations better reach target audiences. Conservatives are investing heavily to catch up in this area, using Catalist as a model. Meanwhile, less friction in the data space, better organizational alignment, and new investments are needed to ensure that progressives retain access to high quality data, develop sustainable models for financing such access, continue innovating, and thus preserve progressives' dynamic data and targeting advantage.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

OPERATIONS ○○○○

FINANCE ○○○○

COLLABORATION ○○○○

PROGRAM

Met new modeling goal. Launched models that identify potential and existing supporters of gun safety, immigration, healthcare, and fiscal policy. Using gun safety model in NH, Sandy Hook Promise reached 10% more voters as part of successful campaign to pressure Senator Ayotte to support background checks. SEIU and Planned Parenthood using healthcare model to boost ACA enrollment.

Met goal to improve voter targeting. New Facebook and cable TV integrations allow for enhanced targeting of users and audiences and significant cost savings. Enroll America used Facebook capacity to target individuals likely to be uninsured. McAuliffe campaign used file to direct cable TV ads to households ranked as most receptive persuasion targets.

Met voter registration accountability goal. Provided final registration data to New Organizing Institute and collaborated on post-election report on efficacy of clients' voter registration programs, released in fall 2013. Developed new software allowing clients access to real-time reports of voter registration results, instead of after election, allowing for mid-course corrections.

OPERATIONS AND GOVERNANCE

Partially met goal to substantially expand analytics capacities. Introduced more secure cloud-based data store (the "sandbox") where clients can upload, organize, and manipulate their data; implementation of sandbox has been uneven and is ongoing. Introduced new dynamic modeling functionality that automatically incorporates fresh field data into applicable targeting models.

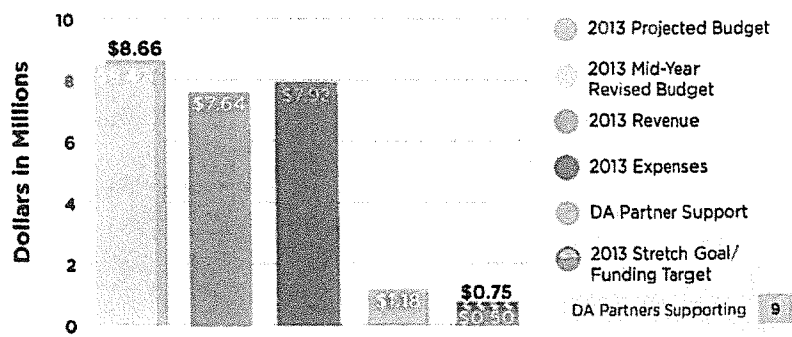
COLLABORATION AND ALIGNMENT

Partially met goal to integrate with more partner vendors, including VAN, to better support clients' targeting and outreach efforts. Finalized integration with PDI voter contact tool, and several other partners so that clients can now reach voters through online and Facebook advertising, cable TV, and mobile; data can also be used for online polling and union membership organizing.

FINANCE

Raised \$7.64 million in fundraising and sales, short of revised \$8.47 million goal; spent \$7.92 million.

Met goal to raise foundation support and investment capital to expand product offerings. Received \$410,000 in foundation grants and \$470,000 in new investments, exceeding combined goal of \$500,000; additionally, secured \$2.25 million matching grant for next three years.



2014 GOALS AND BENCHMARKS

In 2014, Catalyst will offer vastly accelerated voter file updates, and new model data that will allow its progressive clients to more effectively engage and turn out voters for both issue advocacy and electoral campaigns. Building on its current offerings, Catalyst will introduce more sophisticated modeling for key members of the Rising American Electorate and new "Vote Choice History" models will provide new targeting power in down-ballot races.

Program

Ensure clients have most timely data in critical election year, accelerating the refresh of all 51 state voter files, with weekly updates in some battleground states and nightly updates in early voting states in the fall.

Upgrade race and ethnicity models and introduce Vote Choice History (VCH), which allows clients to model past voter history for state legislative races as a way to predict future voter behavior.

Operations and Governance

Improve customer service with three additional Client Services staff, and hire new Director to manage relationships with 13 existing partner vendors and expected additions.

Hire two additional staff to increase data accuracy and integrity.

Collaboration

Work with NOI, Voter Participation Center, Rock the Vote, and State Voices to improve data collection on voter registration efforts and allow for in-cycle reporting on progress.

Pilot with AFL-CIO, Analyst Institute, America Votes, and State Voices, new system that enables clients to create their own analytics and modeling.

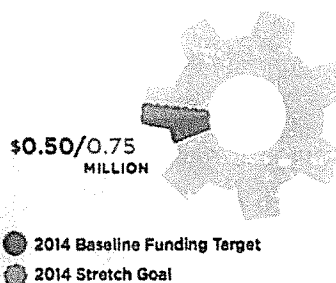
Finance

Raise at least \$8.20 million in sales and \$2.00 million in additional investments, with subscription pricing remaining the same for client organizations.

DA staff recommends baseline support for Catalyst of at least \$500,000 at least half of which should be for its LLC. Increasing support from this level to \$750,000 would allow Catalyst to accelerate development of new models and analytic tools ahead of 2014 elections and begin preparing for 2016. Meeting this funding target would require Partners that currently support Catalyst to increase their giving and for several new Partner to consider investing in its work.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$10,200,000



Diversity Statistics			
	Board	Staff	Remaining Staff
Total	11	12	37
% People of Color	18%	42%	41%
% Women	27%	42%	19%
% LGBTQ	0%	8%	5%

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

Catalist's first priority has been and should remain providing its clients with high-quality data, which is why resolving current client concerns is so important. Building upon that base, Catalyst's enhanced offerings, including the Vote Choice History (VCH) model, have tremendous promise in helping progressives continue to innovate. VCH uses the voter file and polling information to approximate how each person voted in every race in each election since 2008, a powerful predictor of future voting behavior in down-ballot races where polling is scarce. Given the conservative majorities in many states, there is ample opportunity to use this tool starting in 2014 and through the 2020 redistricting cycle. With small amounts of money and attention able to influence many races, this tool gives progressives a distinct edge. There are incredible opportunities for Catalyst to work closely with America Votes, labor unions, and others to begin exploring new strategies for state elections.

Center for American Progress

and Center for American Progress Action Fund

American Progress generates and amplifies innovative policy solutions, messaging, and framing - infusing the movement with the tools it needs to create a more progressive America.

Center for American Progress (CAP) and Center for American Progress Action fund - jointly referred to as American Progress - continue to lead the progressive movement by convening thought leaders, spearheading issue campaigns, and developing policy solutions. In 2013, American Progress worked closely with Congressional offices to craft the immigration reform bill passed by the Senate, and its economic research bolstered the case for support on this issue and for federal legislation to grow America's middle class from the middle out. CAP Action's War Room also provided research and messaging for progressive organizations around the federal government shutdown, underscoring its crucial role in the progressive movement.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met goal to develop policies and recommendations that promote shared economic growth, comprehensive immigration reform, climate change and energy solutions, and universal pre-school education. Developed new proposals on "middle-out" economics, immigration reform, and early childhood education. Worked with Administration to advocate for climate change and energy solutions developed in prior years.

Met goal to shape national debate through regular news postings, original reporting on ThinkProgress blog, rapid responses to timely issues, and outreach to progressive organizations and media. Grew ThinkProgress audience by 10% to over 48 million unique visitors. Groundbreaking research showed correlation between economic mobility and the size of a region's middle class, garnering mainstream, progressive, and conservative media attention.

Did not meet goal to launch Bobby Kennedy Project focused on developing unifying values, policies, and messages that resonate with a new progressive coalition and traditional white working-class Americans. Initiative postponed until 2016 due to insufficient funding.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Met goal to attract top talent. Secured former Presidential Council of Economic Advisors Chairman Austan Goolsbee and former Director of Policy and Special Projects for the First Lady Jocelyn Frye as Senior Fellows. Hired former Department of Education Assistant Secretary Carmel Martin as new Executive VP for Policy.

FINANCE ○○○○

COLLABORATION ○○○○

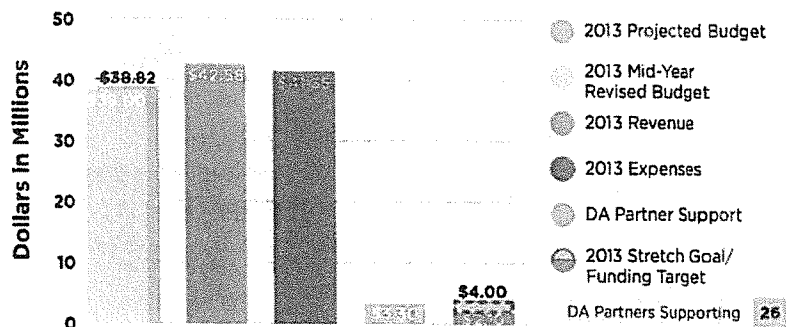
COLLABORATION AND ALIGNMENT

Met goal to work with state and local organizations to encourage more states to expand Medicaid and prevent further gun violence. Helped organize rallies and publish op-eds to support Medicaid expansion in eight states; persuaded TX and UT Medical Associations to endorse expanded coverage. Published 13 high-profile reports on gun violence prevention and coordinated policy summits in seven states.

FINANCE

Raised \$42.58 million, exceeding revised budget goal of \$38.00 million. Spent \$41.35 million.

Nearly met goal of securing 55% of income as unrestricted gifts, raising 52% of funds as unrestricted.



2014 GOALS AND BENCHMARKS

In 2014, American Progress will dispel myths about the Affordable Care Act and shape the debate on the economy, climate change, and immigration. CAP Action will work to ensure a seamless leadership transition under former Governor Ted Strickland who became its new president in March.

Program

Bolster case for middle-out economics and promote policies that reduce income inequality by fighting for minimum wage increases and strengthening research for the idea that a healthy middle class is necessary for a healthy economy.

Drive a progressive climate change agenda that advocates for feasible near-term action, including new EPA rules to reduce carbon emissions from coal plants and the development of clean energy alternatives.

Lay groundwork for immigration reform's eventual passage and lead the debate through policy briefings, Congressional testimony, and research on effects of progressive state-based immigration laws.

Leverage communications capacity and expanded ThinkProgress audience to shape national debate within and outside Washington through increased original reporting.

Operations

Expand the effectiveness and capacity of management by identifying core management skills necessary for new

managers and developing professional development programs to assist them.

Collaboration

Implement new women's initiative and work with Planned Parenthood, SEIU, American Women, and the Administration to build comprehensive

agenda focused on improving the lives of women and families through paid sick leave, pay equity, reproductive freedom, and other policy ideas.

Finances

Secure commitments of at least \$10,000 each from 25 new major donors.

Raise \$1.00 million through annual gala (a 14% increase).

For 2014, DA staff recommends Partner support for American Progress of at least \$3.23 million. Increasing support from this level to \$5.50 million would enable American Progress to expand its work to reduce inequality, develop solutions to slow climate change, advance a women's economic agenda. Meeting this target would require significantly deeper investment from Partners that currently support CAP, as well as several new major gifts.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$44,080,000

\$3.23/5.50
MILLION

- 2014 Baseline Funding Target
- 2014 Stretch Goal

Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	19	30	257
% People of Color	10%	23%	29%
% Women	52%	57%	53%
% LGBTQ	Did Not Report		

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

American Progress continues to serve as an indispensable source of progressive ideas for solving our nation's challenges. Last year, in the wake of the Sandy Hook tragedy, American Progress accelerated the launch of its initiative to reduce gun violence, working closely with the White House to unveil policy solutions, and it collaborated with Americans for Responsible Solutions, ProgressNow, and others to establish networks of activists working to prevent gun violence in seven states. American Progress also analyzed the effects of sequestration on each state across the country, partnering with America Votes, CBPP, and others to highlight them.

This year, American Progress will host "Fair Shot" summits in eight states, partnering with Organizing for Action and American Women to convene organizers, elected officials, and activists to develop strategies and campaigns for advancing women and families' economic security. This promising effort could advance progressive policy on these issues at the state level.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) Center for American Progress and the 501(c)(4) Center for American Progress Action Fund. The operations of the two organizations are kept separate to the degree required by law.

Center for Community Change

and Campaign for Community Change

CCC helps low-income people and people of color gain power by strengthening grassroots organizations, running campaigns, and mobilizing new and infrequent voters.

Center for Community Change and Campaign for Community Change jointly referred to as CCC – continue to provide the strategy for and lead the drive to ensure that the voices of low-income communities and communities of color are heard on policy issues that affect them. In 2013, CCC sounded the drumbeat for comprehensive immigration reform (CIR) in 40 states across the country, helping push the Senate to pass legislation in June and maintaining pressure on the House to follow suit. CCC helped persuade Congressional Republicans from AL, CA, CO, and NY to support immigration reform, laying the groundwork for CIR's eventual passage.

2013 PERFORMANCE ADI FACT

PROGRAM ○○○○

OPERATIONS ○○○○

FINANCE ○ ○○

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COLLABORATION ○○○○

PROGRAM

Met goal to mobilize immigrants and allies to advance comprehensive immigration reform and ensure visibility of immigrant communities in public debate. Coordinated 100,000-person rally in front of U.S. Capitol building and 1,100 events in 40 states. Organized over 1,000 people for simultaneous sit-in at 175 Congressional offices. Earned over 50,000 mentions in local, state, and national media.

Met goal to strengthen capacity of partners in 20 states to influence policy at state and local level. Trained 560 new immigrant leaders in eight states. Provided strategic advice and technical assistance to housing trust fund campaigns at city and state-level in AR, CA, FL, MI, OH, OR, SD, TN, and WA – securing \$483 million for affordable housing.

Met goal to protect Social Security, Medicare, and Medicaid from cuts in state and federal policy battles. Mobilized Granite State Organizing Project in NH, the Montana Organizing Project, and partner organizations in 13 other states to take actions on the issue. Organized residents of manufactured and mobile homes to fight for Social Security in 12 states.

OPERATIONS AND GOVERNANCE

Met goal to add three Board members who bring diversity and strategic relationships.

Additions bring experience from MoveOn.org, UFCW, and Community Service Society of NY.

Met goal to successfully complete strategic planning process and began to implement recommendations. Completed process in July. Restructured staffing, budgeting, and decision-making processes.

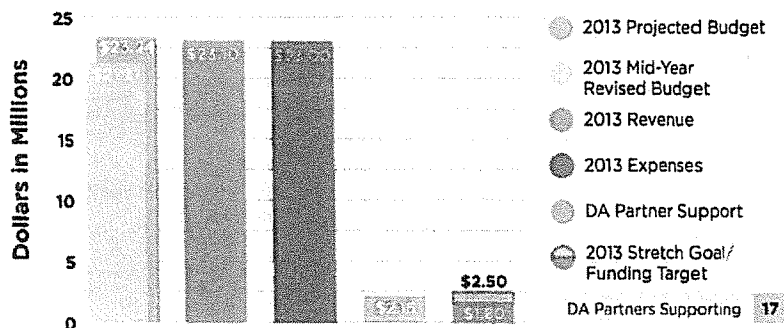
COLLABORATION AND ALIGNMENT

Met goal to coordinate with national allies to protect and improve retirement security and health programs. Worked with Caring Across Generations, Social Security Works, and others to fight "Chained CPI" proposal and win commitments from seven Senators to protect Social Security and Medicare.

FINANCE

Raised \$19.70 million of \$21.21 million revised budget goal. Spent \$23.00 million, using \$3.40 million raised in prior years, but for 2013 work; netted \$100,000.

Exceeded goals to cultivate 10 foundations and 30 individual donors. Cultivated 13 foundations and 35 individual donors. Secured additional \$2.10 million for anti-poverty work.



2014 GOALS AND BENCHMARKS

In 2014, CCC will continue its drive to create a path to citizenship for America's immigrants and hold elected officials accountable on this issue. It will also pilot and test new approaches for lifting people out of poverty and deepen its collaborative work with State Voices and others.

Program

Mobilize immigrants and allies to advance comprehensive immigration reform; pressure the Administration to use executive action to stop deportations; and hold elected officials accountable for inaction on the issue.

Launch pilot projects in six cities that successfully raise people out of poverty and begin to build a national movement to fight it.

Increase the participation of low-income people and people of color in elections in 8-12 states and engage them in accountability efforts on immigration reform.

Protect Social Security, Medicare, and Medicaid from cuts and advance proposals to strengthen the programs by training grassroots leaders in 15 states to visibly impact public debate on the issue.

Operations

Hire Director of Talent Acquisition and Development and enhance the leadership capacity of CCC's staff, management team, and executive team.

Develop and integrate gender and racial justice lenses into anti-poverty work.

Collaboration

Work with State Voices to develop multi-year plan to strengthen grassroots organizations and state tables; build local power and infrastructure for civic

engagement among low-income people and people of color; and initiate plan in two to four states.

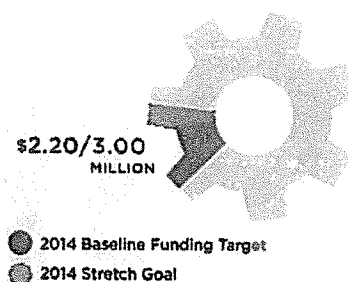
Finances

Raise \$21.73 million budget; secure \$9.50 million in new commitments for anti-poverty work in first year of five-year fundraising campaign.

For 2014, DA staff recommends baseline support for CCC of \$2.20 million. Increasing support to \$3.00 million would assist CCC with the launch of its anti-poverty and economic justice campaign work. CCC's support from DA Partners stems primarily from two large foundation commitments and a few of its Board members. Meeting its funding target would require CCC to attract both deeper and broader support from the DA Partnership.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$21,730,000



Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	18	10	54
% People of Color	61%	50%	54%
% Women	50%	40%	65%
% LGBTQ	Did Not Report		

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

Last year, CCC's diligent efforts to build strong partnerships with national progressive organizations and provide deep support for grassroots organizations in 40 states enabled CCC to highlight the human costs of a broken immigration system and helped CCC and its partners persuade reluctant elected officials to support comprehensive reform. This year, CCC intends to engage low-income people and people of color in holding elected officials accountable for inaction on immigration reform. It will also launch its anti-poverty and economic justice campaign, working with CBPP's State Fiscal Analysis Initiative groups in four to eight states to develop actionable poverty-reduction strategies and proposals. Complementing these efforts are CCC's plans to collaborate with State Voices in two to four states to increase its grassroots partners' participation in state civic engagement tables, potentially strengthening both the grassroots organizations and the tables themselves. This intentional collaborative effort reflects a deeper, more promising partnership with State Voices.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) Center for Community Change and the 501(c)(4) Campaign for Community Change. The operations of the two organizations are kept separate to the degree required by law.

Center on Budget and Policy Priorities

Through unparalleled analytic and strategic work on the frontlines of budget and tax battles, CBPP leads the fight for policies that reduce poverty and inequality.

From major federal budget proposals to immigration, healthcare, food stamps, and state taxes, the Center on Budget and Policy Priorities (CBPP) equipped progressives with frontline defenses in wide-ranging policy debates last year. CBPP helped convince Democratic officials to refuse concessions during the government shutdown, and its State Fiscal Analysis Initiative (SFAI) network defeated ALEC-backed efforts to shift more of the burden of funding public services to low- and middle-income people. CBPP also highlighted the adverse effects of austerity policies on unemployment and launched a webinar series that trained over 5,000 state and local nonprofits, agencies, and individuals on enrolling people under healthcare reform.

2013 PERFORMANCE IN IMPACT AREA

PROGRAM 0000 OPERATIONS 0000 FINANCE 0000 COLLABORATION 0000

PROGRAM

Met goal to produce federal budget analyses and proposals protecting key social programs, ensure "tax reform" does not worsen inequality, and shape media coverage of budget debates.

Debunked Tea Party justifications for government shutdown. Thwarted attempts to further cut food stamps by highlighting severity of cuts, helping generate news stories.

Met goal to ensure implementation of health reform law extends coverage to millions of uninsured.

Created innovative "fast-track" procedure enabling states to automatically enroll over 425,000 food stamp recipients in Medicaid and helped secure Medicaid expansions in AR, IA, KY, MI, and NJ. Helped HHS and Treasury Departments identify implementation problems pertaining to subsidy eligibility and develop solutions.

Met goal to advance progressive state policies. With SFAI network, helped secure new state earned-income tax credit in CO, increase minimum wage in NJ and DC, and defeat proposals to eliminate state income taxes in LA, MO, and NE.

OPERATIONS AND GOVERNANCE

Met goal to expand content for targeted media.

Met goal to increase resources to SFAI partners.

COLLABORATION AND ALIGNMENT

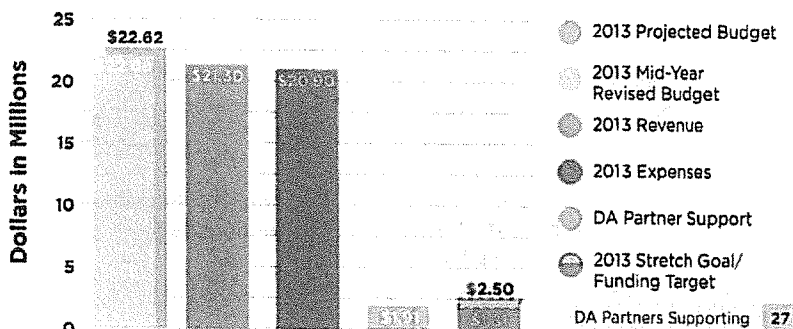
Met goal to engage others in effort to protect anti-poverty programs and avert harmful federal budget cuts

including Americans for Tax Fairness, and collaborated on the federal level with Center for Community Change, Circle of Protection, MomsRising, PICO, and hundreds of others to ward off harmful cuts to non-defense discretionary spending and cuts to food stamps.

FINANCE

Raised \$21.30 million of revised \$22.08 million budget; spent \$20.90 million.

Exceeded goal to broaden funding base. Secured \$450,000 in new and increased gifts from 15 major donors, exceeding \$350,000 goal. Added two new major supporters to Board.



2014 GOALS AND BENCHMARKS

In 2014, CBPP will work to shape fiscal policy debates at state and federal levels through timely, hard-hitting analyses, strategic communications, and collaborative efforts with faith and community leaders who can champion moral arguments for reducing inequality.

Program

Shape election-year federal budget debates to promote investment in progressive priorities, elevate need to protect the disadvantaged, advance policies to address poverty and inequality, and counter the Right's economic agenda.

Advance effective implementation of Affordable Care Act with technical expertise for states and federal agencies to boost Medicaid enrollment and participation in health insurance

exchanges; counter attempts to reduce insurance benefits for low-income and middle-class Americans or weaken the fundamental structure of Medicaid and Medicare.

Advance progressive policies in states that restore social programs and rebuild rainy day funds, make needed investments, and thwart efforts to slash taxes on corporations and the wealthy and cut vital public services.

Operations

Enhance capacity to shape state and national debates by launching efforts to build support for progressive policies, expanding "tax threat teams" to help state partners counter

conservative proposals, and providing state partners with more training and other assistance.

Collaboration

Collaborate with SFAI partners and community organizing groups (including Center for Community Change and PICO) to build state-

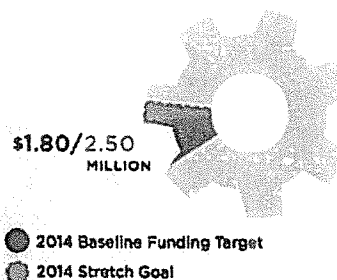
level capacity to promote policies that reduce poverty and inequality, including reforms in healthcare, nutrition, and immigration.

Finances

Diversify and broaden funding base by securing at least \$350,000 in new or increased major gifts from individual donors.

CBPP's individual donor support remains small for an organization of its size, and expanding it would allow CBPP to increase its flexibility. DA staff recommends baseline support for CBPP of \$1.80 million. Increasing support to \$2.50 million would enable CBPP to become even more effective in critical debates affecting the country's most vulnerable people. Meeting this target would require CBPP to retain funders of its 2013 matching grant and to attract broader support from the DA Partnership.

DA Funding Target as Part of Overall Projected Budget
2014 Projected Budget: \$23,250,000



Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	17	21	106
% People of Color	47%	33%	46%
% Women	29%	52%	56%
% LGBTQ	Did Not Report		

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

CBPP and its SFAI partners provided cardinal resources for progressives in efforts to expand Medicaid and promote immigration reform. CBPP worked with AARP, the American Cancer Society, Community Catalyst, HCAN, Planned Parenthood, and others to develop health reform messaging and coordinate strategies for overcoming attempts to block the expansion in AR, KY, MI, and NJ. Similarly, CBPP partnered with the Economic Policy Institute, Immigration Policy Center, and National Immigration Law Center to combat misinformation regarding the impact of immigrants on state economies - helping pass DREAM Acts in CO and NJ, defeat a bill to repeal tuition equity in TX, and halt hostile laws and harsh enforcement in CO and NC.

CBPP just initiated a project to help four to eight state SFAI groups work with grassroots partners of Center for Community Change on state campaigns to address poverty and inequality. This exciting effort will be closely followed.

Latino Engagement Fund and Latino Engagement Action Fund

The Latino Engagement Fund and the Latino Engagement Action Fund support engagement programs that increase Latino political participation, advance issues important to Latinos, and build a more progressive America.

The Latino Engagement Fund (LEF) and its advocacy counterpart, the Latino Engagement Action Fund (LEAF) continued to build the infrastructure needed to increase political participation among the 53 million Latinos across the country. LEF and LEAF crafted two-year engagement plans in early 2013, deeply investing in 16 organizations working in seven states. They ensured maximum alignment by encouraging collaboration, strategic use of data and tools, and deduplication of efforts. With plans in place and LEF and LEAF on track to raise \$4.00 million, they are well-poised to build on this work in 2014 and help support strong Latino civic participation.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met goal to develop two-year grantmaking strategy.

Invested more than \$1.00 million in seven states (AZ, CA, CO, FL, NV, TX, and VA) with high Latino populations to support efforts of 16 organizations working on immigration reform and healthcare enrollment. Contacts will be reengaged in 2014 as part of ongoing nonpartisan issue campaigns and voter registration and turnout efforts.

Met goal to advance research agenda by analyzing 2012 findings and sharing best practices.

Disseminated results from eight experiments on how to best communicate, engage, and turnout Latinos; results will inform LEF and LEAF's grantmaking and become best practices for the field.

Partially met leadership development goal. Prioritized leadership development in grantmaking; two grantees identified 1,200 activists who were active in immigration reform campaigns and poised for future leadership development activities. Going forward, LEAF will look for opportunities to partner with other new leadership programs, such as the Latino Victory Fund, and hone strategies for supporting leadership development work.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Met goal to increase Advisory Board diversity.

Added two new members to Board, adding three new people of color and three women.

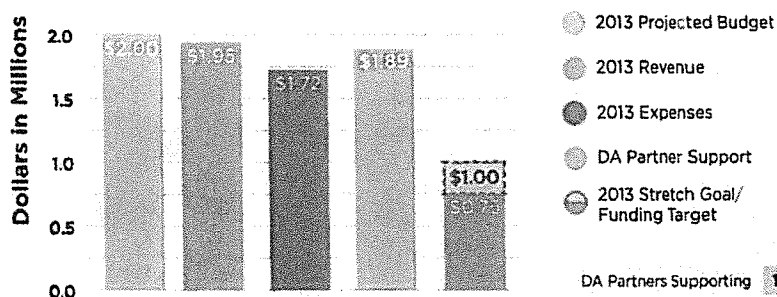
Met goal to help organizations better track, measure, and report their impact. Introduced updated software to all grantees, which requires them to report and track their work using a common format on a quarterly basis.

FINANCE ○○○○

FINANCE

Raised \$1.95 million for LEF and LEAF, nearly meeting \$2.00 million goal. Raised and spent entire \$350,000 operating budget. Raised full \$1.60 million regrants budget and allocated \$1.37 million.

Met goal to secure one multi-year commitment for operational expenses and grantmaking. Acquired two multi-year commitments.



2014 GOALS AND BENCHMARKS

In 2014, the Latino Engagement and Latino Engagement Action Funds will continue building a strong Latino civic engagement infrastructure, engaging in critical nonpartisan election-year educational and mobilization efforts. By providing tools and coordinating with America Votes and State Voices tables, as appropriate, LEF and LEAF help position the movement for maximum impact in what is expected to be a challenging political environment.

Program

Increase Latino voter participation through coordinated civic engagement programs in at least eight states (AZ, CA, CO, FL, GA, NV, TX, and VA), with grantees jointly registering 250,000 new voters.

Develop 2016-2020 LEF and LEAF strategic plan to position Latinos as essential component of progressive coalition and next redistricting battle.

Launch data and research program in partnership with other DA constituency-focused funding efforts to improve accuracy of voter file data and understand barriers to increased Rising American Electorate (RAE) voter participation.

Introduce small and mid-level donor program around 2014 midterms to diversify funding and engage with more Latino donors.

Operations and Governance

Solidify Advisory Board support for LEF and LEAF's work by establishing clear operating support minimums and obtaining 100% participation from Advisory Board members.

Convene working group to clarify governance and oversight of LEF of LEAF and implement final recommendations.

Collaboration

Deepen alignment with other DA constituency-focused funding efforts, exploring opportunities to collaborate on research projects and in-state grantmaking and fundraising.

Partner with NALEO Education Fund on voter protection by supporting their bilingual hotline and encouraging grantees to integrate voter protection into their existing voter contact work.

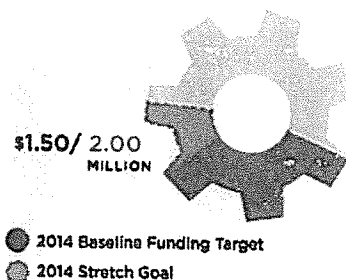
Finance

Raise \$450,000 operating budget and \$4.00 million for regranting to high-impact Latino civic engagement organizations.

DA staff recommends baseline support for LEF and LEAF of at least \$1.50 million. Increasing support to \$2.00 million would allow them to support greater voter registration and turnout efforts. Meeting this funding target would require current supporters to moderately increase their giving and for several new Partners to support their work.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$4,450,000



Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	9	1	2
% People of Color	89%	100%	100%
% Women	66%	0%	50%
% LGBTQ	11%	100%	50%

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

LEF and LEAF have been a strong voice among the DA's constituency-focused efforts for finding ways to more closely align operations and grantmaking. They were the lead planners behind a joint convening in late 2013 where New Media Ventures and the Latino, Youth, Women, and Black Civic Engagement (BCEF) Funds came together to share best grantmaking practices and to pledge to jointly fundraise and align their in-state giving. This prompted LEF and LEAF to partner with BCEF to support healthcare enrollment efforts in FL and TX. Also, they continue to fill gaps and build capacity at the state level. Using the same reporting metrics tool, LEF and LEAF track movement activities in real-time, directing resources to high-performing organizations in each state and filling gaps, as needed. This also allows them to ensure that organizations are not duplicating efforts, saving the movement precious resources.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) Latino Engagement Fund and the 501(c)(4) Latino Engagement Action Fund. The operations of the two organizations are kept separate to the degree required by law.

Media Matters for America

Media Matters for America is a progressive research and information center dedicated to comprehensively monitoring, analyzing, and correcting conservative misinformation in the U.S. media.

In 2013, Media Matters' research on the lack of diversity on the airwaves sparked national conversation, and its efforts to highlight distorted reporting of climate science and unethical behavior by media personalities at ABC, CNBC, and CNN provoked condemnation of those networks by leading media authorities. Media Matters helped discredit baseless attacks on the Administration's handling of the Benghazi tragedy, exposing CBS' failure to thoroughly vet the source of its 60 Minutes feature and prompting the reporter and producer to take leaves of absence. Media Matters also completed a strategic planning process and a smooth leadership transition under its new president, Bradley Beychok.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Nearly met goal to launch Mythopedia database to serve as repository of conservative myths. Completed web design, database development, and aggregation of facts to debunk 450 myths by December. Launched site in February 2014.

Met goal to acquire new technology for expanding monitoring and tracking social media sites. Developed unique software, enabling collection and analysis of social media feeds from 175 influential figures such as Fox News' Todd Starnes.

Met goal to increase investigative reporting of unethical behavior by conservative pundits. Expanded investigative research capacity; exposed Newt Gingrich's undisclosed donations to conservative Senate campaigns through his PAC, despite CNN guidelines, raising the conflict of interest in other national media outlets.

Met goal to grow online communities by initiating two-way conversations with supporters and developing viral content. Spread graphic on Pope Francis' admonishment of trickle-down economics to 1.5 million viewers; grew Facebook page traffic to 3 million unique viewers per week.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Partially met goal to enhance security of technology and launch redesigned mobile website. Migrated to cloud-based server; delayed mobile site redesign, focusing on Mythopedia project.

Met goal to complete strategic planning process and begin to implement its recommendations. Spun off Progressive Talent Initiative as separate organization. Hired Director of Operations.

FINANCE ○○○○

FINANCE

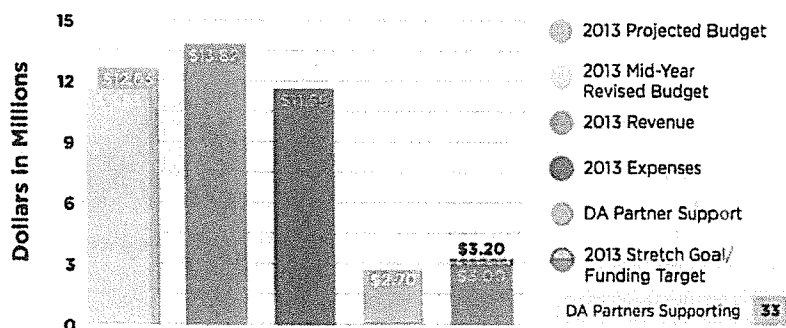
Partially met goal to diversify funding and make organization more sustainable. Secured \$1.15 million in funding from nine new foundations and 24 new individual donors. Did not increase cash reserves.

Raised \$13.82 million, exceeding revised \$11.63 million budget; spent \$11.56 million.

COLLABORATION ○○○○

COLLABORATION AND ALIGNMENT

Met goal to increase support to state-based organizations with local organizations using research in "high impact" ways. With ProgressNow CO, highlighted local newspaper's unethical involvement in legislative recalls; worked with TX affiliates of NARAL, Planned Parenthood, and ProgressNow to expose Ted Nugent's racist, sexist, and extremist views, forcing gubernatorial candidate Greg Abbott to distance himself. Work extended to 8 other states.



2014 GOALS AND BENCHMARKS

In 2014, Media Matters will seek to expand its media monitoring to Spanish-language outlets and create additional tools, resources, and trainings to enhance national and state-based progressive allies' ability to debunk misinformation and rapidly respond to conservative attacks.

Program

Address gender imbalance of readership by publishing additional research on media diversity and issues relating to gender.

Set benchmarks for issue teams' research to assist with regular updates to supporters, following successful model of the climate and energy team.

Increase reach of web-based content and new Mythopedia database by launching new tools that determine the origin, track the path, and predict the lifecycle of conservative smears, creating a communications platform that helps customize reporter and press outreach lists for more precise targeting.

Operations

Complete high priority tech infrastructure upgrades - including digital video conversion and Virtual Private Network (VPN) setup - to optimize performance.

Increase staff retention rate by successfully integrating new Director

of Operations into organization management, developing centralized system for tracking progress on departmental goals, expanding professional development opportunities, and sharing decision-making responsibilities with mid-level managers.

Collaboration

Provide information to Congressional members' offices and state-based networks (such as State Voices) and increase their usage of Media Matters content to 95 "high impact" instances, a 50% increase.

Enhance "rapid-response" capacity of national and state allies by providing 10 trainings and regular assistance on myth-debunking, crisis communications, and development and implementation of rapid-response strategies and programs.

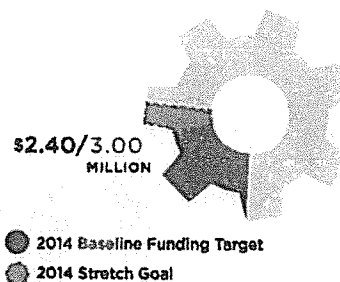
Finances

Secure commitments from nine new foundations and 40 new individual donors.

For 2014, DA staff recommends baseline support for Media Matters of at least \$2.40 million. Increasing support from this level to \$3.00 million would enable Media Matters to more quickly develop and test its custom "Metis" software for tracking the origin and path of conservative smears. Meeting this funding target would require DA Partners to sustain and modestly increase their giving.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$11,670,000



Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	9	7	61
% People of Color	11%	14%	30%
% Women	22%	57%	34%
% LGBTQ	22%	29%	5%

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

Media Matters has increasingly squashed unsubstantiated claims that originate in fringe, conservative media, and it is laying the groundwork to correct misinformation and myths propagated in Spanish-language outlets. This year, Media Matters has expanded its training for national and state-based allies in order to help increase the internal communications and messaging capacity of progressive organizations - helping them develop their own rapid-response programs and effectively debunk conservative myths regarding their issues. Media Matters has already begun hosting monthly gatherings of progressive organizations that work on the same issues - including racial justice and environmental organizations. This work to assist progressive allies with anticipating attacks and developing strategies for addressing them could help ensure more uniform and aggressive responses to conservative misinformation.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) Media Matters for America and the 501(c)(4) Media Matters Action Network. The operations of the two organizations are kept separate to the degree required by law.

New Media Ventures

New Media Ventures keeps progressives ahead of the curve, identifying and funding promising new technologies and start-ups with the potential to catalyze progressive change.

Last year, New Media Ventures (NMV) continued to refine its model for identifying and funding promising start-ups, as well as experiment with its approach for building the market for progressive new media and technology. NMV identified two early-stage, for-profit companies in which its angel network invested – Attentively and CrowdTangle, both of which help progressives better engage their supporters using social media and analytics. NMV also launched its Innovation Fund, enabling it to provide seed funding to nine nonprofit start-ups. Through its first annual NMV Summit, regular “State of the Field” calls, and new website launch, NMV solidified its role as a trusted resource and convener within the progressive start-up space.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met goal to launch NMV Innovation Fund for regranting to promising nonprofit start-ups. Raised and regranted \$230,000 to nine nonprofit start-ups.

Partially met goal to double progressive start-up portfolio by investing \$2.00 million in 12 new deals. Invested \$630,000 in 11 startups – two for-profit and nine nonprofit. Began to develop new metrics for success (other than number of deals and money raised), given significant need for earlier-stage support for startups.

Did not meet goal to add 20 new investors to network; met goal to deepen pipeline of potential recruits. Added four new investors to network. Shifted focus to more deeply engaging current investors and prospects at NMV Summit and through “State of the Field” calls.

Met goal to expand communications efforts and ability to attract new capital. Launched new website and grew newsletter from 100 to 300 subscribers. Widely shared expertise through trainings at start-up and impact investing conferences.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Did not meet goal to add new Board member. Formalized roles of current Board members. Recruitment effort ongoing.

Met goal to formalize 501(c)(3) structure. Organization can now accept 501(c)(3) contributions to support its operations.

FINANCE ○○○○

FINANCE

Raised \$390,000, nearly meeting \$400,000 goal; held spending to \$360,000.

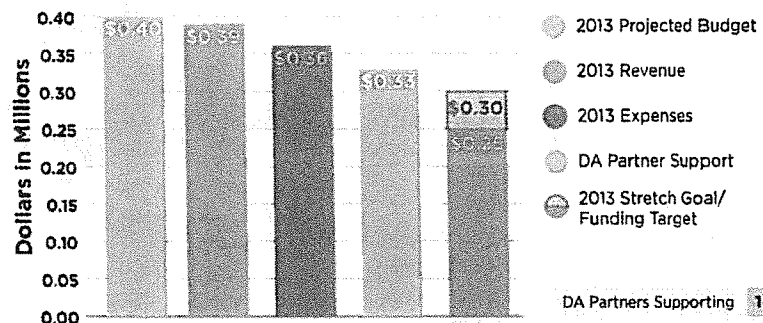
Met goal to expand major donor program and encourage commitments towards operating budget from active investors. Secured commitments from 65% of active investors, including support from eight new donors. Tripled median donation to the organization.

COLLABORATION ○○○○

COLLABORATION AND ALIGNMENT

Met goal to host four “State of the Field” calls. Brought together leaders from impact investing and progressive politics to discuss innovative technology and trends.

Met goal to cultivate and grow diverse network of investors from impact investment, progressive philanthropy, and technology/start-up worlds. Launched first-annual NMV Summit, convening and deepening relationships between over 50 impact investors, philanthropists, and entrepreneurs.



The Democracy Alliance (DA) does not endorse or recommend to Partners an investment in any for-profit company or in any investment vehicle relating to any for-profit company. The DA's review of for-profit company materials is intended only to be used to determine the degree to which a company's activities are in line with the DA's current goals and priorities, and is not intended to be, nor can it be, used as investment advice. The Democracy Alliance is not a registered broker-dealer or investment advisor and does not realize any compensation from its efforts with regard to identification of for-profit companies.

2014 GOALS AND BENCHMARKS

In 2014, NMV will work to deepen relationships among more progressive philanthropists, impact investors, and technology and social media entrepreneurs through its second NMV Summit. NMV will also seek to increase its support to very early stage progressive start-ups and make its business model more sustainable.

Program

Conduct holistic review of NMV Innovation Fund's 2013 grant-making; examine results; and determine ability of the fund to have an impact on nonprofit start-ups in future.

Host second annual NMV Summit with over 65 impact investors, entrepreneurs,

and philanthropists attending; create more opportunities for investor-only conversations.

Launch next iteration of NMV Innovation Fund, a \$1.00 million dollar initiative to support nonprofit and for-profit early stage startups.

Operations

Maximize ability to invest in for-profit companies, educate field of nonprofit start-ups, and make strategic philanthropic grants by revising operating structures.

Grow staff by hiring investment and operations personnel.

Formalize business model to ensure the organization is compensated appropriately for the value it creates for stakeholders.

Collaboration

Share expertise with aspiring entrepreneurs and elevate profile of portfolio companies and organizations to prospective funders by collaborating with startups like Sum of Us, Upworthy,

and others to share findings on impact investing and innovative approaches to financing, structuring and scaling progressive startups through NMV blog and convenings throughout the year.

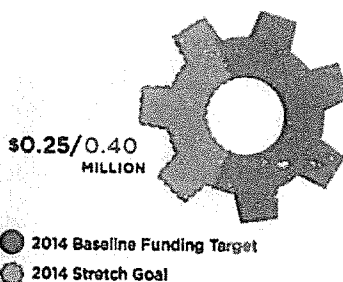
Finances

Raise at least \$250,000 for re-granting through NMV Innovation Fund, focused on nonprofit start-ups.

Although NMV has attracted significant investment from DA Partners for its surfaced deals, its operations remain underfunded. For 2014, DA staff recommends baseline support of \$250,000 for NMV's operating budget. Increasing support to \$400,000 would enable NMV to work with a broader range of startup organizations that could help the movement maintain its innovation advantage. Meeting this target would require additional DA Partners, especially those that have invested in surfaced deals, to support NMV's operations.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$400,000



Diversity Statistics

	Board	Senior Staff	Remaining Staff
Total	6	1	1
% People of Color	17%	100%	0%
% Women	33%	100%	100%
% LGBTQ	0%	0%	0%

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

NMV has firmly established itself at the intersection of the progressive philanthropy, impact investing, and technology start-up worlds, and its expertise in this niche has made NMV a critical resource and validator for progressive allies (such as labor partners) that seek to adopt innovative technology. NMV continues to play a signaling role for impact investors and philanthropists - through the funding it facilitates and the convening role it plays - ensuring a more cohesive network of progressive innovators and investors.

This year, NMV will increase its communications with supporters through more regular blog content and additional newsletters, expand its entrepreneurship trainings for progressive organizers and investors at conferences such as Netroots Nation and Lean Start-Up, and convene its second annual NMV Summit. This work to more widely share common challenges and practices for launching, sustaining, and scaling progressive start-ups could help increase the pipeline of progressive start-ups that are ripe for angel investing.

New Organizing Institute

New Organizing Institute supports progressive organizers with the training, resources, and the community of technical support needed to build powerful issue and electoral campaigns and create meaningful change.

Last year, New Organizing Institute (NOI) and New Organizing Institute Education Fund (NOIEF) – jointly referred to as NOI/EF – led the progressive movement in recruiting and training talented organizers and fostering a culture of experimentation, reflection, and learning among them. In addition to exceeding its training targets for the year, NOI/EF provided new open-source tools and career resources to aid organizers in their growth and development. In March of last year, Ethan Roeder became NOI/EF's Executive Director and oversaw a smooth leadership transition, inclusive of several senior staff hires, improvement of NOI/EF's financial accounting systems, and a clean result from its external audit.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

OPERATIONS ○○○○

FINANCE ○○○○

COLLABORATION ○○○○

PROGRAM

Met goal to equip national, state, and local organizers with skills and support needed to run and win campaigns. Trained over 2,700 organizers (exceeding 2,500 target); conducted 64 trainings on data management, digital strategy, public narrative, and issue-specific organizing for League of Conservation Voters, MoveOn.org, NAACP, Planned Parenthood, PICO, and others.

Partially met goal to provide opportunities for progressives to find jobs in the movement. Launched Work Forward talent placement program. Missed targets of 1,270 participating employers and 3,000 posted positions; ultimately attracted 680 organizations, 4,400 resumes, and 1,580 posted positions. Reduced project scope in June, prioritizing organizer training.

Nearly met goal to deepen and grow NOI/EF community through additional gatherings and new resources. Grew communications list by 69% to 54,000; doubled national Rootscamp sponsorships and exceeded participation goal with over 1,800 attendees. Held 22 state Rootscamps and developed 108 downloadable training modules, missing targets of 25 and 200, respectively.

OPERATIONS AND GOVERNANCE

Met goal to successfully manage senior leadership transitions. Critical staff hires made, including Chief of Staff, Administrative Director, Development Associate, and Interim Training Director. Completed strategic-planning process in January 2014, setting organizational priorities for next 12 months.

COLLABORATION AND ALIGNMENT

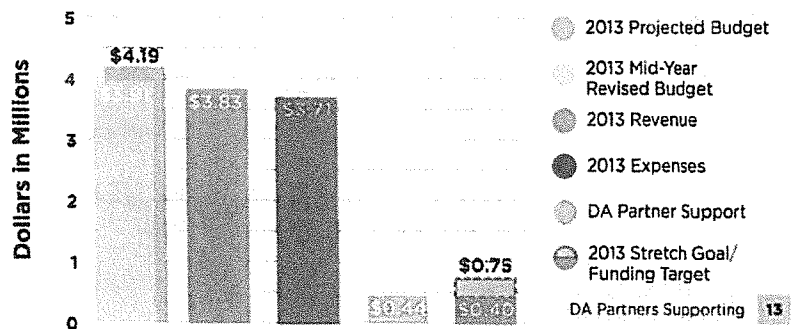
Met goal to collaborate with immigrant rights organizations. Trained 180 immigrant rights leaders and advised United We Dream on acts of civil disobedience that received national media attention.

Nearly met goal to work with Catalyst to produce 2012 Independent Voter Registration Report. Released report in January 2014 assessing outcomes, best organizing practices, and uses of technology in 2012 cycle.

FINANCE

Raised \$3.83 million in revenue, nearly meeting revised \$3.91 million budget.

Did not meet goal to diversify revenue to include 60% foundation grants, 20% individual donor support, and 20% earned revenue. Secured 79% from foundations, 12% from individual donors, and 9% from earned revenue by end of year.



2014 GOALS AND BENCHMARKS

In 2014, NOI will deepen its reach in the states and expand the resources available to election administration officials. It will also seek to further diversify its revenue, given its ambitious budget goal.

Program

Increase diversity of organizing community by ensuring that at least 40% of trainees represent emerging majority populations (a 10% increase).

Re-launch Organizer's Guide to Election Administration in English and Spanish; expand ELECTricity program by training and convening at least 10 meetings with election administration officials or their associations.

Share tools and best practices further by increasing national Rootscamp attendance from 1,800 to over 2,200; hosting at least 60 trainings, bootcamps, and webinars; and participating in Open Supporter Data Interface (a common technology platform for political vendors and users).

Operations

Adopt new customer-relationship database and accounting systems to better manage constituent relationships and financial tracking.

Improve retention of institutional knowledge through revamp of

orientations and exit interview procedures.

Fill two Board vacancies with experientially diverse members.

Collaboration

Leverage relationships with progressive organizations to build state-based organizing infrastructure by training 1,000 new organizers and placing 450 of them in state and local issue advocacy campaigns and movements through NOI.

Manage Data Entry Consolidation Center (DECC) and assist partner organizations with immediately processing voter registrations and maintaining up-to-date voter contact lists and GOTV information through NOIEF.

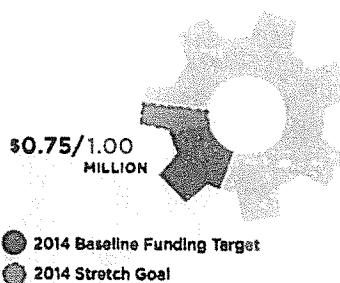
Finances

Secure \$300,000 from fiscal sponsorships and new foundation support for NOIEF and an additional \$200,000 in small-dollar donations and new foundation support for NOI.

NOI/EF receives a low level of DA Partner support relative to other Aligned Network organizations, with one institutional grant accounting for more than half of it. DA staff recommends baseline support for NOI/EF of \$750,000. Increasing support to \$1.00 million would enable NOI/EF to extend its support for one or two networks of activists after its State Training Program pilot. Meeting this target would require several new Partners to invest in NOI/EF and for

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$4,840,000



current Partners to increase their support significantly.

Diversity Statistics

	Board	Senior Staff	Remaining Staff
Total	5	7	30
% People of Color	40%	29%	47%
% Women	40%	57%	60%
% LGBTQ	20%	14%	33%

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

Advancing progressive policy requires a deep bench of organizers skilled in the practice of engaging citizens and persuading them to participate in civic life. NOI's focus on deepening, diversifying, and increasing the sophistication of that bench continues to bolster the organizing and issue advocacy efforts of a wide-range of progressives—from informal communities of transgender activists to established national organizations such as NAACP, Planned Parenthood, and Sierra Club.

In addition to continuing its partnership with Organizing for Action to train and place promising organizers into fellowships with environmental organizations, NOI will extend its own reach in the states. NOIEF plans to pilot a State Training Program for organizers in six geographically distinct cities such as Houston and Miami and partner with state and local organizations such as Texas Organizing Project and national organizations such as State Voices in order to integrate them into campaigns. These nascent pilot programs hold significant potential.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) New Organizing Institute Education Fund and the 501(c)(4) New Organizing Institute. The operations of the two organizations are kept separate to the degree required by law.

Progressive Majority

Progressive Majority identifies progressive candidates to run for state and local offices, provides them with training and campaign support, and helps them become effective leaders once elected.

Progressive Majority, Progressive Majority Action Fund (PMAF) and the Public Leadership Institute (PLI), collectively referenced as "PM", work to equip progressives with the tools they need to create policy change. In 2013, PM helped elect 60 progressives and flip six local governments, and its network of progressive lawmakers and advocates grew to more than 14,000. Operationally, the organizations remain fiscally sponsored by the Campaign for America's Future/Institute for America's Future and fundraising remained a challenge, raising concerns about PM's ability to continue carrying out its core work even on a reduced scale. PM has already scaled back its operations extensively and any further declines in funding would necessitate significant program cuts.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met goal to recruit 150 candidates to run for office, many from diverse backgrounds. Recruited 152 candidates into farm team, with 52% women; 34% people of color; 31% under age of 35; 23% union members; and 5% openly LGBTQ. 95 candidates ran with 64% win rate, up 3% from 2012.

Met goal to increase size of candidate training program. Expanded course offerings from 123 to 136 and more than doubled number of participants to nearly 3,000.

Met goal to expand elected officials network from 3,715 to 5,500 state and municipal lawmakers and hold gathering for members. Increased network to 11,680 plus additional 1,580 advocates; held national Local Progress gathering, bringing network of progressive city officials together.

Partially met goal to publish 2nd messaging guide and hold trainings on framework. Held 706 trainings for 274 lawmakers and wrote 15 new chapters on messaging; postponed publishing until spring 2014.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Partially met goal to investigate new sustainable program model to accommodate growth and changing sector needs. Farm team members' and lawmakers' feedback drove program improvements and creation of Candidate Coordinator position, which will improve communications with candidates going forward. Voicing our Values messaging project offers new services and trainings for candidates.

FINANCE ○○○○

FINANCE

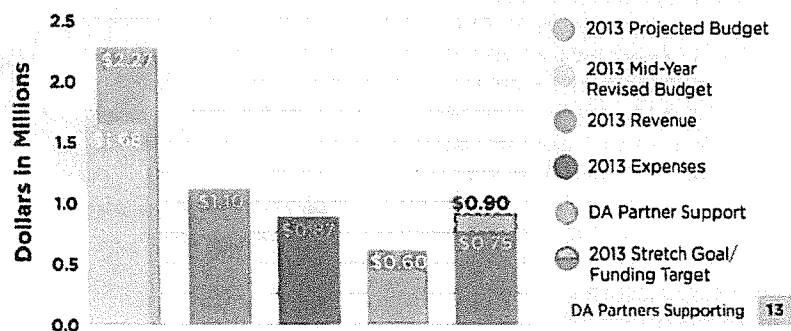
Raised \$1.10 million, short of revised \$1.68 million goal; successfully held spending to \$870,000.

Did not meet goal to develop more sustainable and diversified funding model. Developed communications and marketing plan and websites for PMAF, PLI, and Local Progress; cultivation of email list in progress. Joint fundraising with five other organizations yielded \$30,000.

COLLABORATION ○○○○

COLLABORATION AND ALIGNMENT

Met goal to partner with over 40 organizations to maintain State Policy Alliance efforts and coordinate work of progressive elected officials at state and local levels. Established State Policy Alliance coalition; crafted and disseminated to public official network "gamechanger" policies for progressives.



2014 GOALS AND BENCHMARKS

In 2014, PM will continue to recruit progressive leaders and support their candidacies. Progressive Majority Action Fund and Public Leadership Institute will provide lawmakers model legislation, values-based messaging, and training to shift the public debate on critical issues. While their core programmatic work has remained effective, it is critical that fundraising be the organizations' top priority.

Program

Field 150 candidates to run for office with 60% winning their races.

Expand trainings to candidates, offering 150 courses and materials online and in-state, 20 webinar sessions per month, and at least seven in-state trainings.

Publish 2nd Edition of Voicing Our values and use it to train 800 new lawmakers and candidates on how to talk to voters on many nuanced and difficult subjects.

Operations and Governance

Engage Board of Directors in fundraising with members giving or raising \$500,000; develop process for engaging new Board members.

Investigate new sustainable business/program model to accommodate changing sector needs.

Collaboration

Collaborate with partners in State Policy Alliance to lead coordinated state policy campaigns on economic justice, democracy reform and education; research and begin to develop strategy to pursue bold "gamechanger" structural policy reforms.

Increase Progressive Leaders Network to at least 20,000 lawmakers, up from current 13,200, and increase engagement of members.

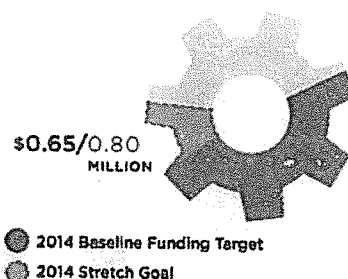
Finance

Raise combined budgets of \$1.35 million with major donors contributing at least \$780,000.

DA staff recommends baseline support for Progressive Majority, Progressive Majority Action Fund, and Public Leadership Institute of at least \$650,000 with a stretch goal of \$800,000. DA Partners have historically played a significant role in progressive leadership development and with that support declining, these organizations have not secured new sources of support for this work. Partners must dramatically increase funding, or the DA and others must rethink how we approach and support candidate leadership.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$1,350,000



Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	9	6	4
% People of Color	33%	33%	25%
% Women	33%	67%	25%
% LGBTQ	Did Not Report		

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

The State Policy Alliance, supported by PLI, facilitates greater collaboration among progressive organizations and lawmakers to craft meaningful, proactive, progressive policies that can be passed into law at the state and local levels. It has recently taken on a coordinating role for organizations to combine resources as they research multi-issue, multi-state strategies for large structural reform, such as a constitutional right to vote and curtailing of CEO compensation. By bringing organizations together, PLI makes efficient use of existing capacities and resources. But to truly fulfill the original vision of the effort as a counterweight to ALEC will require significantly more investment and a full-time staff dedicated to driving policy forward and connecting sound proposals with elected officials. Realizing this vision remains a top priority for progressives given the reach and impact of local and state laws on particular issues, such as the minimum wage, taxes, and voting.

To provide a more complete picture, this memo reports on the work of the 527 Progressive Majority, the 501(c)(4) Progressive Majority Action Fund, and the 501(c)(3) Public Leadership Institute. The operations of the three organizations are kept separate to the degree required by law.

ProgressNow

ProgressNow advances the progressive agenda in 21 states by driving hard-hitting communications through opposition research, earned media, new technologies, and message assistance to allied grassroots organizations.

ProgressNow continues to lead progressives in developing and spreading pointed messaging on a wide-range of issues across its 22-state network. Last year, ProgressNow's communications efforts on gun violence prevention helped pass gun safety legislation in CO, and its "ALEC vs. Kids" report drew attention to corporate efforts to influence state education policy, earning local media attention in nine states. ProgressNow helped activists convince county clerks to recognize same-sex marriages in NM and provided communications content for members America Votes and State Voices tables, aligning progressive messaging in the states and nationally. In December, Arshad Hasan took over as its new Executive Director.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met goal to serve as communications hub for State Voices (SV) and America Votes (AV) table members. Worked with Michigan AV table on satirical campaign before governor's "State of the State" address, garnering earned media and 1 million social media impressions. Attracted 10 million visitors to ProgressNow Colorado's healthcare enrollment website. With AV and SV tables, revealed OH governor's involvement in campaign supporting fracking.

Met goals to offer media tracking services and add capacity to texting and online platforms. Provided state affiliates with training and access to fundraising platform ActionKit, text message campaigns tool Mobile Commons, media tracking tool TVEyes. New tool adoption rates ranged from 25% to 100%.

Met goal to expand fee-for-service communications for national and local progressive organizations. Provided communications content for Mayors Against Illegal Guns, helping spread messaging on gun violence prevention in seven states. Affiliates provided assistance in governor accountability campaigns in five states.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Partially met goal to standardize performance metrics and evaluate impact of state affiliates. Developed progress monitoring program and common metrics. Delayed impact evaluations due to leadership transition.

Partially met goal to evaluate and reconfigure governance and staffing to meet expanded 501(c)(3) communications work. Results of needs assessment expected in late 2014.

FINANCE ○○○○

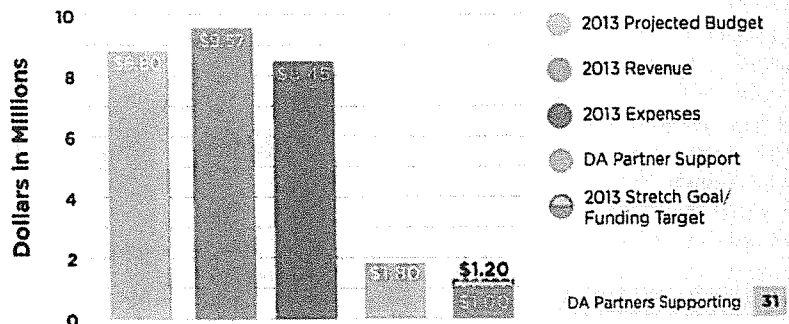
COLLABORATION AND ALIGNMENT

Nearly met collaborative and alignment goals with America Votes and State Voices. Integrated programming with AV and SV in multiple states, including joint fundraising in CO, FL, MI, MN, NH, and NM. Launched VVN to share and reduce operations costs. Joint convening with all three organizations postponed - along with further alignment plans - pending leadership transition. Ongoing coordination efforts remain strong.

FINANCE

Exceeded \$8.80 million budget goal, raising \$9.57 million. Missed \$50,000 per-state growth target, averaging \$10,000 in new support per state.

Partially met goal to launch small donor program for state affiliates to develop recurring base of support. Expanded small donor base by 10%, missing 20% target.



2014 GOALS AND BENCHMARKS

In 2014, ProgressNow will focus on expanding the support it provides to state affiliates to elevate the quality and consistency of its 22-state network. ProgressNow's new executive director will continue to oversee a smooth leadership transition.

Program

Develop network-wide communications agenda and support leadership on voting rights and regional issues (such as public lands usage) in at least six states.

Shape state legislative environment by defeating conservative legislation on women's rights, immigration, collective bargaining, and marriage equality; pave way for progressive reform in 12 states.

Re-focus state affiliates' work on core competencies in message research, development, and delivery; leveraging partner support and resources; and running campaigns.

Launch website on ALEC initiatives and research in order to help establish role as communications clearinghouse and essential source of information on state-based issue advocacy battles.

Operations

Hire technology specialists and project manager to assist state affiliates with online content, social media analytics, staffing multi-state projects, and aligning best practices.

Facilitate culture of learning by building skills, supporting professional

development, and providing mentorship to state-level executive directors.

Implement new financial and accounting systems to make organization more efficient and prepare for future growth.

Collaboration

Work with Common Cause, Center for Media and Democracy, and others to maintain pressure on ALEC; pressure five additional corporations to withdraw support.

Implement recommendations from Project on Greater Alignment and Efficiency, in partnership with America Votes and State Voices; merge backend operations through VVN, Inc.

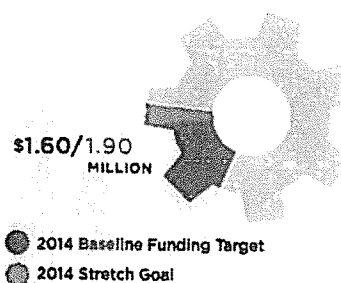
Finances

Retain 80% of major donor support; attract \$550,000 in new or increased support.

ProgressNow enjoys a healthy level of support from the DA Partners who invest in its work. For 2014, DA staff recommends baseline support for ProgressNow of at least \$1.60 million. Increasing support to \$1.90 million would enable PN to more quickly improve the quality and consistency of its network. Meeting this target would require several Partners to modestly increase their giving.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$9,630,000



Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	149	33	42
% People of Color	21%	15%	29%
% Women	44%	24%	57%
% LGBTQ	4%	15%	17%

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

ProgressNow and its state affiliates distill progressive ideas in dynamic ways that localize national political issues and consistently earn media. Its partnership with the Center for Media and Democracy to expose ALEC's efforts to affect state education policy gained widespread attention, and its work with Planned Parenthood in the "Stand with Texas Women" campaign helped buoy media attention on conservatives' assault on reproductive rights.

This year, ProgressNow will seek to leverage its expertise in message development and work with Mayors Against Illegal Guns and labor partners to lead multi-state campaigns and messaging across a range of issues and pave the way for progressive legislation in CO, GA, IA, MI, MN, NV, NM, OH, UT, VA, and WA. It will also expand upon its communications strategy partnership with CAP and others to assist with CAP's new state-based policy communications networks. This promising effort could help ProgressNow expand its reach beyond states in its network.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) ProgressNow Education and the 501(c)(4) ProgressNow. The operations of the two organizations are kept separate to the degree required by law.

State Voices

State Voices coordinates civic engagement and issue organizing efforts in 22 states, maximizing the impact of local, state, and national organizations as they advocate for change in their communities.

In 2013, State Voices continued to convene and coordinate the nonpartisan advocacy and engagement efforts of more than 1,300 local, state, and national organizations. As part of its work to continuously engage the electorate, State Voices worked throughout the year to make contact with and mobilize each voter it reached in 2012 and engage them in timely issue advocacy battles at the state and national level, including election reform, in-state DREAM Acts, and foreclosure preventions. Notable successes include voting modernization in CO, women's health and rights in WA, and marriage equality in MN. In January 2014, Tracy Sturdivant announced she was stepping down as Executive Director, and a search for her replacement is underway.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met Enfranchisement 2020 goal, highlighting importance of election administration and protection in all 22 states, with 18 crafting plans to advance voting rights and fight suppression efforts; internal assessment revealed two thirds of tables are drivers of this work. Continuing to convene National Enfranchisement Working Group of 31 organizations and coordinate their in-state and national efforts.

Met research and testing goal. State tables and partners designed 16 evaluations and 21 voter contact and mobilization tests to discover new best practices; results analyzed and presented to donors in fall but inconclusive given noise from Presidential campaigns and small sample sizes. Additional tests planned for 2014 that can better isolate SV's work and lead to more conclusive results.

Met continuous engagement goal. Implemented plan to engage 2012 contacts on key issues and increase rate at which they take action when encouraged by progressive organizations. Reengaged many of these voters around voting rights, minimum wage, and fiscal policy across network.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

Met organization expansion goal. Hired Managing Director to oversee day-to-day operations and Director and Deputy Director of Data and Targeting to improve tables' data and targeting sophistication. Also, brought state data staffing in-house to better equip state tables to use tools to greatest effect. Continued providing partners with access to voter data, but challenges remain in data space, and greater organizational alignment and sustainable models for financing access to data are needed.

FINANCE ○○○○

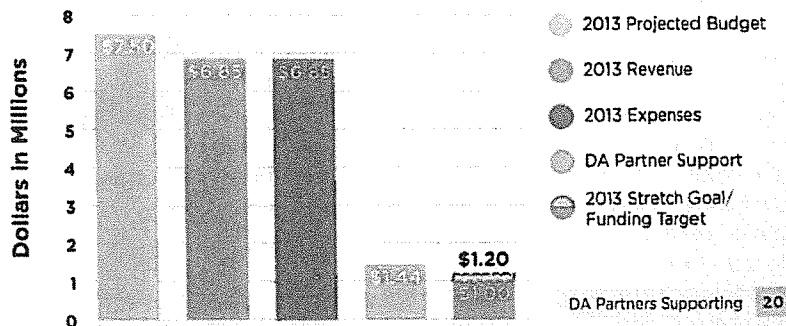
FINANCE

Raised and spent \$6.85 million for 2013 expenses, short of original \$7.50 million goal; additional \$2.16 million raised for early 2014 expenses and targeted re-granting.

Exceeded goal to provide technical assistance to state directors. All states participated in budget and fiscal management trainings, improving network strength and giving directors improved financial planning skills.

COLLABORATION AND ALIGNMENT

Nearly met alignment goals with America Votes and ProgressNow. Launched VVN with AV and ProgressNow to share backend operations and co-hosted data convening with AV to share best practices. Joint convening with all three organizations postponed – along with further alignment plans – pending leadership transition. Ongoing coordination efforts remain strong.



2014 GOALS AND BENCHMARKS

In 2014, State Voices will continue to coordinate the voter engagement and issue advocacy efforts of more than 1,300 partner organizations that sit at one of its 22 state tables. It will also focus on hiring a new Executive Director, as Tracy Sturdivant prepares to leave State Voices this spring after five years with the organization.

Program

Implement "deep dive" strategy in up to eight states to identify characteristics of strong state tables and distribute best practices throughout network; actively measure each table's capacity and benchmarking progress.

Coordinate efforts to protect voting rights and ensure fair election administration in all 22 states through

ongoing Enfranchisement 2020 program and support strategic education campaigns with targeted regranting.

Develop new reporting tools and strategies for expanded voter registration work and post-election assessment.

Operations and Governance

Hire new Executive Director by June 2014 and ensure successful transition to new leadership.

Invest in state tables' growth with hiring of Deputy Director of State Capacity Building who will support state tables in growing their impact through strategic coaching and assistance.

Collaboration

With America Votes and ProgressNow, continue to explore how to further cut costs in the states and more closely integrate programming in 2015 and beyond, as permissible under IRS regulations.

Work with Analyst Institute to identify two key research and testing priorities; distribute findings at end of year.

Finances

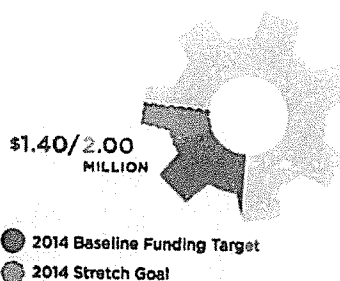
Raise \$7.87 million operating budget, securing 50% by July; raise additional \$2.00 million for 2015.

Secure at least \$150,000 in new major donor gifts, more than doubling current support.

DA staff recommends baseline support for State Voices of at least \$1.40 million. Increasing support from this level to \$2.00 million would allow State Voices to expand its efforts to build greater capacity throughout its network and provide additional support for state data staff. Meeting this funding target would require current supporters to modestly increase their

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$7,870,000



giving and for several new Partners to consider supporting the organization.

Diversity Statistics			
	Board	Staff and	Remaining Staff
Total	10	8	10
% People of Color	40%	25%	60%
% Women	60%	75%	60%
% LGBTQ	20%	Did Not Report	

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

Conservatives have launched a war on voting, targeting young people, people of color, low-income people, and other constituencies. To counter these attacks, State Voices launched Enfranchisement 2020, which seeks to prioritize election administration and protection throughout its network. At the national level, State Voices convenes a national enfranchisement working group of 31 organizations, including Advancement Project, AFL-CIO, Project Vote, NAACP, and SEIU. State Voices aligns these groups and connects them to its tables - 18 of whom have already crafted specific 2014 plans for advancing voting rights and/or protecting the vote. This model saw significant success in 2013 and holds promise for advancing other issues that could benefit from greater connectivity and coordination, such as leadership development, communications, and voter registration. At greater scale, this begins to resemble the fully realized non-partisan infrastructure progressives desperately need: aligned at the state and national level, connected, and capable of great impact.

Women's Equality Center

Through joint strategies and leveraged grantmaking, the Women's Equality Center invests in building a permanent and powerful constituency of women to advance women's reproductive rights and economic security.

The Women's Equality Center (WEC), a 501(c)(3) project that anticipates operationalizing a 501(c)(4) counterpart the Women's Equality Center Action Fund, is collaborating with diverse partners to advance an agenda that guarantees women's rights and economic opportunity. After launching in 2013, WEC focused on establishing its internal operations and crafting a strategy for building the capacity and long-term power necessary to secure real equality for women. In 2014, WEC will begin investing in at least 10 states, with six already identified: FL, ME, MI, NC, OR and PA. It will focus initially on educating the public about and eventually securing legislative victories in the areas of the minimum wage, paid sick leave, and reproductive freedom - and building a long-term agenda capable of securing real economic security for women.

2013 PERFORMANCE AND IMPACT

Hired two full-time staff, including a Campaign Director, expanding internal capacity and ability to coordinate WEC's grantmaking and issue campaigns.

Conducted landscape analysis to identify top priorities in 2014, identifying 10 states where investments could yield short and long-term gains, including paid sick leave, Medicaid expansion, raising the minimum wage, and improving women's overall economic security. Will invest \$3.50 million in 2014 in state-based organizations best positioned to wage these campaigns.

Facilitated three meetings of national organizations, including ACLU, CAP, Planned Parenthood, EMILY's List/American Women, Center for Reproductive Rights, NARAL Pro-Choice America, National

Women's Law Center, National Partnership for Women and Families, Organizing for Action, UltraViolet, and Voter Participation Center with joint research and engagement work sprouting from convenings.

Coordinated with other DA-focused constituency efforts (Black, Latino, and Youth Engagement Funds) to engage and educate low-propensity voters who are most impacted by economic policies that disadvantage women. Identified several opportunities in FL, NC, and TX to jointly invest in mobilization and turnout efforts with Rising American Electorate voters.

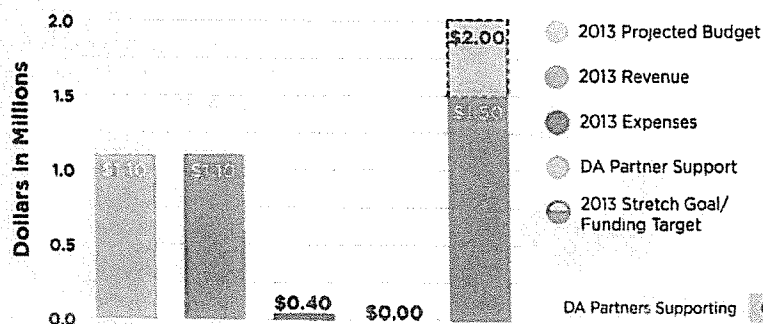
Raised \$1.10 million operating budget and spent \$40,000. Did not regrant to others in first year of operation; plans to invest \$3.50 million in early 2014.

Investment Services Analysis

WEC launched in 2013 and spent significant time in the last six months building its own infrastructure. Originally launched with one staff member, WEC now has three full-time staff: an Executive Director, Campaign Director, and field support. WEC will establish and expand its Advisory Board beginning in spring 2014.

WEC's 2013 landscape analysis has laid the groundwork for an ambitious 2014 investment plan focused on at least 10 states where there are opportunities to advance issues that will help women and families. As for partners, WEC has created a unique space for non-traditional allies to work together - specifically women's rights groups and organizations focused more broadly on securing economic justice - allowing for broader coordination that can use its combined capacity to engage women in a comprehensive way that speaks to all of the issues affecting their lives and, ultimately, advance a pro-women's agenda.

2013 Financial Update



The Women's Equality Center was first recommended in fall 2013. This memo provides an update on its first six months of activity. Going forward, DA staff will work with WEC to set annual goals and report back to Partners on its performance and impact, as it does with all DA recommended organizations.

2014 GOALS AND BENCHMARKS

In 2014, the Women's Equality Center will make short and long-term investments in up to 10 states with priorities already identified in FL, ME, MI, NC, and PA. Funding decisions will be based on three primary objectives: increasing the number of women who participate in elections, elevating the salience of economic and reproductive issues that most impact women, and building sustainable infrastructure and capacity to advance issues in 2015. WEC will also offer technical support to all grantees in order to increase the entire field's capacity to engage women and advocate for change.

Program

Advance policies in FL, ME, MI, OR, and PA that promote economic security, such as raising the minimum wage, extending paid sick leave, Medicaid expansion, and ending pay discrimination.

Increase turnout among low-propensity women voters in the 2014 elections in 10 states, supporting efforts to contact and hundreds of thousands of women voters.

Improve efficacy of the field by disseminating original research from partner organizations to others and crafting new voter models and best practices for targeting and communicating with women voters.

Increase collaboration between traditional women's rights and economic justice organizations to craft clear frame on reproductive health as an economic issue in order to defeat anti-reproductive rights measures in CO, ND, and TN.

Operations and Governance

Hire at least one new full-time position to expand WEC's internal capacity.

Create and appoint at least three members to 501(c)(4) Advisory Board.

Collaboration

Increase coordination and sharing of data, research, communications, and best practices among WEC's partners.

Build sustainable partnerships with local organizations in 10 states that are committed to winning policies that help women.

Finance

WEC has already secured support for its \$1.10 million operating budget and is seeking additional support for its grantmaking.

DA staff recommends baseline support for WEC and WECAF of \$1.50 million, with at least half in 501(c)(4) support. Increasing support from this level to \$2.00 million would allow them to offer technical assistance and planning support to their grantees and scale issue advocacy efforts during the year.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$4,900,000



Diversity Statistics			
	BOARD	STAFF	CONTRIBUTING STAFF
Total	2	2	1
% People of Color	0%	50%	100%
% Women	100%	100%	100%
% LGBTQ	Did Not Report		

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

In fall 2013, WEC met with the other DA-recommended constituency efforts (Latino, Youth, and Black Civic Engagement Funds) to share best grantmaking practices. Each Director pledged to explore how she might jointly fundraise and better align her in-state giving with others. Following that meeting, WEC partnered with LEF and supported 4 organizations in NC and FL, allowing organizations to increase capacity now to carry out issue-based work and begin preparing for 2014 voter engagement efforts. There are myriad opportunities to replicate this joint funding going forward since these efforts share many of the same priority states based on demographic growth, existing infrastructure, and other opportunities. Combining forces also allows for more sophisticated grantmaking that embraces the multiple identities of many voters.

Youth Engagement Fund

Through leveraged grantmaking, the Youth Engagement Fund and Youth Engagement Action Fund work to engage young people in civic life, build their long-term participation, and help secure a permanent progressive majority.

Millennials are the largest generation in history, with 80 million young voters. New research shows that while young people eschew partisanship, they largely hold progressive values. Despite this, relatively few resources are directed towards engaging young people in the political process and cultivating youth leadership. The Youth Engagement Fund (YEF) and Youth Engagement Action Fund (YEA) seek to correct this, supporting youth-focused organizations as they engage young people on issue, advocacy, and election-year efforts. In 2013, YEF and YEA supported efforts that benefitted the youth sector overall, such as the National Voter Registration Day, which registered nearly 60,000 people, in addition to shared research and polling.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Partially met goal to invest in youth organizations. Added TX as priority state and funded \$100,000 pilot leadership development programs to expand civic engagement work in OH and TX. Re-granted \$110,000 for engagement and turnout activities for mayoral and statewide contests in TX and VA; significantly greater resources needed for future grantmaking.

Partially met goal to support large-scale collaborative efforts, regranting \$25,000 to support National Voter Registration Day but field's needs are much greater than YEF and YEA's combined capacity. Worked with State Voices to ensure youth organizations participated in tables' work and that coalitions included youth lens in their long-term planning and outreach.

Met goal to support experiments, testing, and research. Re-granted \$75,000 to Rock the Vote and Analyst Institute for field work with social media experiment component, refining field's best practices. Conducted analysis of youth organizations' existing capacity and broader infrastructure gaps to inform future grantmaking. Research on where youth vote can be determinative will guide 2014 investments.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

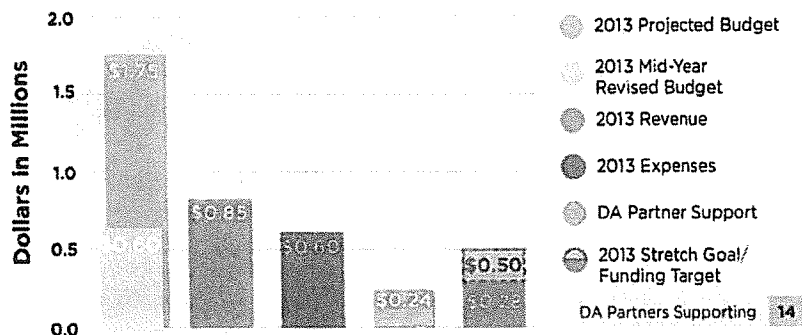
Met goal to diversify Advisory Board and finalize giving requirements. Added one member of color; instituted giving requirements for Board members to ensure adequate support for YEF and YEA's operations.

FINANCE ○○○○

FINANCE

Raised and spent \$200,000 operating budget; raised \$650,000 and re-granted \$400,000 to youth engagement organizations, carrying over \$250,000 for 2014 grantmaking.

Did not meet goal to expand support and secure early 2014 commitments. Identified 11 institutional and eight individual potential funders; did not secure new 2014 commitments.



2014 GOALS AND BENCHMARKS

In 2014, the Youth Engagement and Youth Engagement Action Funds will provide strategic resources to organizations registering, engaging, and mobilizing young voters. Fundraising remains a top priority, and YEF and YEAF are actively exploring ways to reach out to non-traditional funders.

Program

Help develop coordinated civic engagement plans in nine states (CO, FL, MI, MT, NC, NH, OH, TX, and WI) by collectively registering 200,000 voters and mobilizing over one million young people.

Conduct Millennial polling research to craft effective messaging that demonstrably improves organizations' ability to engage and mobilize young

people around the economy, student loan debt, money in politics, voting rights, climate change, and the role of government.

Hold spring 2020 strategic vision convening to continue long-term planning of the sector and to identify priority issues, existing field capacity, and areas for future collaboration.

Operations and Governance

Expand diversity and size of Advisory Boards by adding at least three new members, prioritizing women, LGBTQ,

and people of color who are investing new resources into the field.

Collaboration

Continue providing shared resources that benefit entire youth sector, such as polling and messaging, access to a central voter registration and vote pledge processing center, and subscription to the Quad benchmarking and metrics tool.

Coordinate with other DA constituency-focused funds to develop common metrics, participate in joint fundraising, and identify opportunities for aligned giving in five states.

Finance

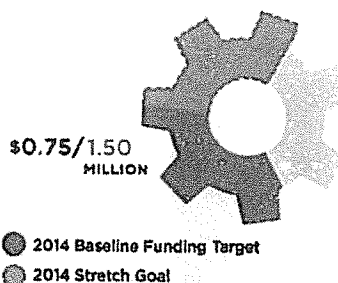
Raise full \$200,000 operating budget and additional \$2.00 million for grantmaking.

Develop more sustainable and diversified funding model, attracting new support from in-state donors and issue-based funders to strengthen youth-led advocacy campaign work on issues like climate change and student debt relief.

DA staff recommends baseline support for YEF and YEAF of at least \$750,000. Increasing support from this level to \$1.50 million would allow them to expand their support for youth voter registration and contact programs. Meeting this funding target would require current supporters to increase

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$2,200,000



giving and a significant number of new Partners to consider supporting this work.

Diversity Statistics

	Boards	Senior Staff	Personnel Staff
Total	8	1	0
% People of Color	17%	0%	N/A
% Women	50%	100%	N/A
% LGBTQ	17%	0%	N/A

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

Through its "2020" convenings, YEF and YEAF have created a forum for more than 40 youth organization leaders and funders to come together, discuss long-term strategy, align funding, and foster deeper collaboration with one another. Given young people's support on many progressive issues – including economic justice, climate change, money in politics, LGBTQ equality, and drug reform – yet the relatively scarce resources to engage them, finding ways to maximize funding and outreach to young people is of critical importance. YEF and YEAF are encouraged to deploy new fundraising strategies while continuing to align closely with the other DA-recommended constituency efforts (Latino, Women, and Black Civic Engagement Funds) as one way to make the most of limited resources. Working together, as all of the constituency funds pledged to do when they met in fall 2013, not only creates cost savings but also allows for more sophisticated grantmaking that embraces the multiple identities of many voters.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) Youth Engagement Fund and the 501(c)(4) Youth Engagement Action Fund. The operations of the two organizations are kept separate to the degree required by law.

DYNAMIC INVESTMENTS

Dynamic investments enhance the Democracy Alliance's overall investment approach by encouraging Partners to support additional organizations whose work is especially timely and fills a critical, strategic gap. These dynamic investments also leverage Partner support with other institutional and individual donors.

For 2014, the Board has recommended support for four dynamic investments: Common Purpose Project, Fund for the Republic, Organizing for Action, and the State Engagement Initiative. These dynamic investments have been approved by the Board through 2014, and together with the organizations in the Aligned Network, they address immediate challenges while also working to create meaningful, long-term, and lasting change.

Common Purpose Project provides a forum for organizations to regularly collaborate with one another to advance a progressive agenda, and Fund for the Republic is designed to combat the corrosive effect of money in politics. Organizing for Action harnesses grassroots energy across the country in support of a progressive agenda, while the State Engagement Initiative encourages funding to state-based organizations that can organize and mobilize voters ahead of this election.

More information on each of these organizations' activities, impact, and finances can be found in the attached investment memos. Accompanying each recommendation is also a funding target, as these dynamic investments require healthy support to execute their work successfully.

We will continue to monitor the progress and impact of these dynamic investments, as we do with organizations in the DA's Aligned Network, and we look forward to working with the Board and the Partnership to surface and launch new dynamic investments in the future.

Common Purpose Project

Common Purpose Project provides a regular opportunity for the progressive community to come together to promote a progressive legislative agenda.

Common Purpose Project (CPP) regularly brings together more than 270 progressive organizations from across the movement and offers them the opportunity to effectively discuss strategies along with prominent members of the Administration for moving a progressive national legislative agenda forward. In 2013, CPP scaled back the scope of its programmatic work significantly, ceding its state-based work to Organizing for Action (OFA) in spring 2013 so that the organizations were not duplicating one another's efforts. CPP continues its primary work coordinating the national advocacy efforts of progressive organizations in Washington, DC. CPP reduced its staff capacity and now employs one full-time employee with Board Chair Erik Smith continuing to be active with the organization.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

FINANCE ○○○○

COLLABORATION ○○○○

PROGRAM

Exceeded Big Table participation goals. Convened 270 organizations regularly at weekly meetings; attracted 50 new organizations, beating goal of 30. New organizations come from faith, labor, and Latino communities, broadening CPP's reach and potential impact.

Met working group expansion goals. Launched three new working groups on gun violence prevention, LGBTQ equality, and digital strategy, with each attracting more than 20 organizations; all groups engage non-traditional allies, adding valuable new voices to advocacy efforts. Gun violence work included a broadened coalition of 25 organizations, and CPP's work with digital staff added an important new layer to this work.

Met goal to more strategically use working groups. Convened 40 organizations at gun violence prevention working group that supported efforts to pass federal legislation. Additionally, convened smaller group that was more familiar with gun violence prevention space and could set goals and strategy for larger coalition; this ensured maximum coordination and message alignment.

OPERATIONS AND GOVERNANCE

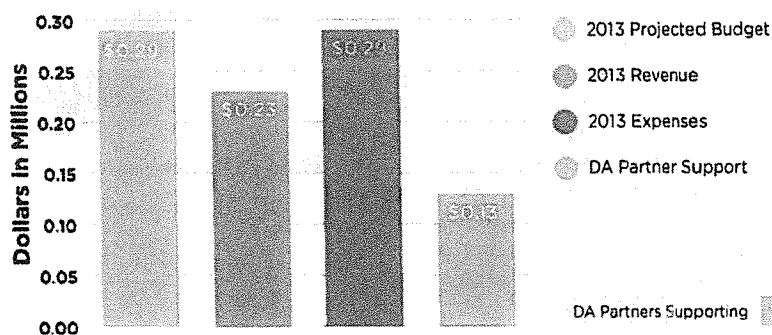
CPP performs an important and unique function: bringing movement organizations together. Over the past year, CPP has successfully filled this important but specific role with a bare-bones staff and operations. Because it anticipates continuing its operations at the current level – one paid staff member and a lean budget – CPP did not set formal operations or governance goals for 2013, nor will it do so in the future unless its scope of work expands significantly.

COLLABORATION AND ALIGNMENT

Met state coordination goal. Hosted online convening focused on August recess that brought 30 organizations together and coordinated their in-state immigration reform, budget, and healthcare outreach efforts.

FINANCE

Raised \$230,000, short of original \$290,000 goal; spent \$290,000. Carryover from 2012 covered difference. Fundraising remains a challenge. OFA provided fundraising support in 2013, but it will no longer be able to do so due to a change in internal policies. As of early April 2014, CPP had received no revenue for the year and is now operating with a small deficit and experiencing cash flow issues.



2014 GOALS AND BENCHMARKS

In 2014, Common Purpose Project will continue coordinating the advocacy efforts of the progressive community around immigration reform, the economy, taxes, gun safety, and LGBTQ equality. Given its important role for the movement, fundraising and securing support from donors as quickly as possible should be CPP's top priority.

Program

Increase number of national organizations attending weekly Big Table meetings or issue-specific working groups from 270 to 290, with a focus on bringing in more faith and other nontraditional allies, increasing CPP's reach and ability to coordinate the movement's advocacy efforts.

Work with 65 coalition partners to launch new working groups on national issues in response to national agenda.

Support efforts of Digital Strategy working group by convening digital staffers from multiple organizations as they coordinate and amplify online organizing efforts around timely issues.

Operations and Governance

CPP will continue to carry out its core function of convening the progressive movement with a very lean structure. As long as it is able to play that role effectively, there is no plan or need to increase staff levels or overall organizational capacity.

With a little more than two years left in President Obama's second term, there is a larger question about how the progressive movement will convene and coordinate its activities under any future Administration. The DA is eager to engage CPP and Partners in that discussion over the next year.

Collaboration

Bring national coalition partners together in August to coordinate in-state mobilization and advocacy

efforts on immigration reform, jobs and the economy, and other pressing issues.

Finances

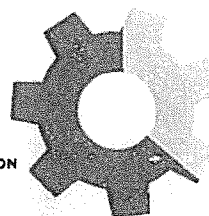
Raise \$220,000 from eight donors to support organization's operations.

In recognition of its important role in bringing the movement together and ensuring its advocacy efforts are maximally aligned - as well as the central role that DA Partners have historically played in supporting CPP and its work - DA staff recommends that Partners provide at least \$150,000 annually to support its operations. Given its streamlined structure and lean overall budget, CPP does not need a "stretch goal." The organization can easily raise its remaining budget from other longstanding non-DA funders.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$220,000

\$0.15
MILLION



● 2014 Baseline Funding Target

Diversity Statistics			
	Board	Staff	Pennington Staff
Total	4	1	N/A
% People of Color	25%	0%	N/A
% Woman	50%	100%	N/A
% LGBTQ	Did Not Report		

Opportunities for Alignment

CPP launched three new working groups in 2013, one of which focused on digital strategy. Instead of bringing organizational heads together as has been customary, CPP convened more than 15 Digital Directors. Together, this group quickly strategized during the government shutdown about how to most effectively use social media and online digital strategies to pressure Republican lawmakers to reopen the federal government. By meeting regularly they were able to coordinate closely on joint campaigns and amplify one another's online activities - in addition to progressives' larger message about the need to end the shutdown. Since then, this group has coordinated messaging and online activities around ACA enrollment and raising the minimum wage. This type of close collaboration provides a blueprint for how to effectively harness the digital knowledge of the movement and use it to maximum advantage in future fights.

Fund for the Republic

Fund for the Republic broadens, strengthens, and unites efforts to reduce the dominance of well-financed interests over politics and policy.

While a clear majority of Americans agree on the corrosive role of money in politics, the challenge for progressives is converting that consensus into action. Fund for the Republic (FFR) and its 501(c)(4) sister organization Action for the Republic (AFR) work to create the political strength, popular support, and funding necessary to achieve substantive reforms. In 2013, FFR and AFR worked with a broader set of funders to align strategies and develop a Battle Plan for Reform, a comprehensive plan that laid out a long-term vision for reform, which was previewed at a funders' summit in September.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

PROGRAM

Met goal to expand the base of support for reform, securing commitments from 50 individual philanthropists, who contributed \$1.95 million, and a founding commitment to FFR's FARE Fund, a new giving mechanism for foundations that have not historically supported this issue.

Met grantmaking goal, awarding \$1.25 million in grants to support promising efforts, including the campaign for public financing in NY state and legal strategies to help the field recover lost ground.

Partially met goal to create "Conservative Lighthouse for Reform." Hired three Republican strategists (Trevor Potter, Mark McKinnon, and Juleanna Glover) to interview more than 60 conservative leaders sympathetic to need for reform and craft grassroots strategy; final report due in early 2014.

Partially met goal to resource new field-based collaborations. Developed project proposal to convene leaders in the youth political sphere to develop a long-term engagement strategy but delayed meeting due to lack of funding.

OPERATIONS ○○○○

OPERATIONS AND GOVERNANCE

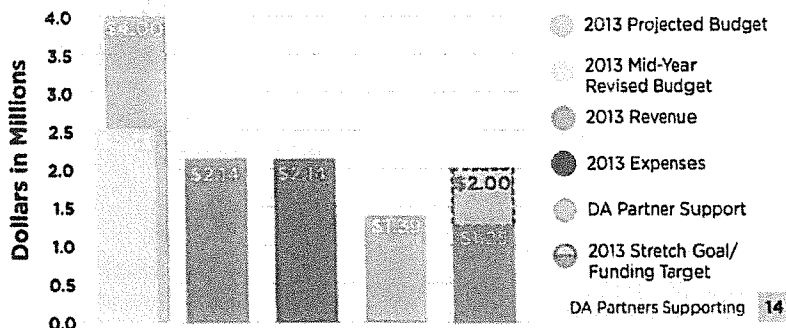
Met goal to hire Development Director and Republican strategist to increase bipartisan work. Republican Chief Investment Officer runs development, and Republican operative Bill Smith advises, particularly around accountability and messaging strategies.

Partially met diversification goal. Hired two women and one person of color; added no diversity to Board.

FINANCE ○○○○

FINANCE

Raised and spent \$890,000 for operations, short of original \$1.00 million goal. Raised and regranted \$1.25 million to support organizations' programming and in-house initiatives, missing original goal of \$1.55 million.



2014 GOALS AND BENCHMARKS

In 2014, FFR and AFR will engage advocates and donors using its Battle Plan for Reform as a strategic guide. They will focus on building the donor community, ensuring implementation of messaging frames, building a bipartisan army for reform, and holding politicians accountable, in order to make this an all-American fight.

Program

Use messaging findings to craft new communication strategy to bring money in politics to the forefront of the 2014 and 2016 election cycles.

Engage 25 conservatives identified as being pro-reform to act as advisory committee for establishment of

Conservative Lighthouse for Reform; identify three conservative funders that will support its creation.

Build website that serves as hub for money-in-politics reform sector to come together, learn about issues, donate, and share information.

Operations and Governance

Increase organization's fundraising capacity, hiring two Grant Managers.

Increase organizational diversity by hiring two women and two people of color to serve on FFR and AFR's staff and Board.

Collaboration

Conduct strategic mapping of influential faith leaders and organizations as part of new campaign to engage faith community in reform fight.

Launch targeted 501(c)(3) accountability campaign in six Congressional districts in collaboration with CREW and others in the movement to give voters the tools and information needed to make money in politics a central issue.

Finance

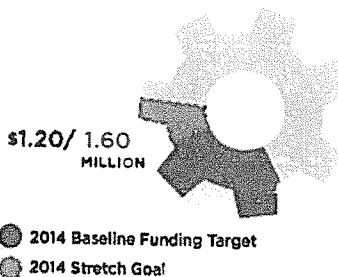
Raise \$1.70 million for operating budget and \$3.00 million for grantmaking and support of in-house initiatives.

Diversify funding base by securing support from least 315 individual donors and 25 foundations, a sevenfold increase.

DA staff recommends baseline support for FFR and AFR of at least \$1.20 million. Increasing support from this level to \$1.60 million would allow FFR and AFR to host strategic convenings, enhance its internal development, and grow their grantmaking capacity. Meeting this funding target would require Partners that currently support FFR and AFR

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$4,700,000



to increase their giving and for several new Partners to support this work.

Diversity Statistics			
	Board	Senior Staff	Remaining Staff
Total	10	3	3
% People of Color	0%	33%	0%
% Women	20%	0%	100%
% LGBTQ	Did Not Report		

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

Given the Right's limitless ability to pour money into elections and influence policy, FFR and AFR's work to engage more donors and organizations in the money in politics fight is critical. Engaging nontraditional partners such as conservative activists and donors, business leaders, people of faith, and young people, as FFR and AFR are planning to do, can further increase the ranks of the pro-reform movement and would be a welcome development. In order to build the movement of reform, FFR and AFR must show demonstrable results on core components of their strategy and clearly articulate their role in implementing its Battle Plan for Reform, which was developed in conjunction with a broader range of funders, including several additional DA Partners.

To provide a more complete picture, this memo reports on the work of both the 501(c)(3) Fund for the Republic and the 501(c)(4) Action for the Republic. The operations of the two organizations are kept separate to the degree required by law.

Organizing for Action

Organizing for Action harnesses grassroots energy to mobilize millions of supporters across the country in support of a progressive agenda.

Organizing for Action (OFA) leverages the energy of grassroots supporters across the country in the fight for progressive change. Since early 2013, it has engaged over 4.6 million supporters on gun violence prevention, the economy, climate change, immigration reform, women's issues, marriage equality, and Obamacare. OFA led rapid response efforts to pressure the House to end the government shutdown. While Washington gridlock has stymied progress on many issues, OFA continues to build pressure to overcome political intransigence. Its efforts have advanced climate change and marriage equality measures at the state level and successfully secured the support of several Members of Congress on immigration reform and background checks.

2013 PERFORMANCE AND IMPACT

PROGRAM ○○○○

OPERATIONS ○○○○

FINANCE ○○○○

COLLABORATION ○○○○

PROGRAM

Met mobilization goal. Organized and engaged 4.6 million action takers around seven action campaigns that promoted gun violence prevention, immigration reform, marriage equality, climate change, women's health and economic equality, protecting middle class jobs and our economy, and ACA implementation.

Exceeded chapter development goal. Established 275 chapters across the country, beating goal of 175 due to high enthusiasm in first year. Local chapters across the country hosted over 14,000 events and enhanced OFA's local footprint and drove news coverage on seven core issues.

Exceeded state development goal. Hired 30 state coordinators and 20 deputy state coordinators to oversee development of 275 chapters, with strong fundraising allowing OFA to surpass goal of 25 coordinators; coordinators empowered OFA's 7,000 community organizers and local volunteer networks to build capacity and organize around its seven core action campaigns.

OPERATIONS AND GOVERNANCE

Established Board (with four DA Partners) and Advisory Board (additional five DA Partners) in November; Members engaged in fundraising and providing strategic advice. A recent report questioned OFA's relationship with a potential funder. OFA did not accept support from this funder because he did not meet its transparent and rigorous vetting standards. OFA reviewed its policies and enacted additional measures to ensure effective implementation.

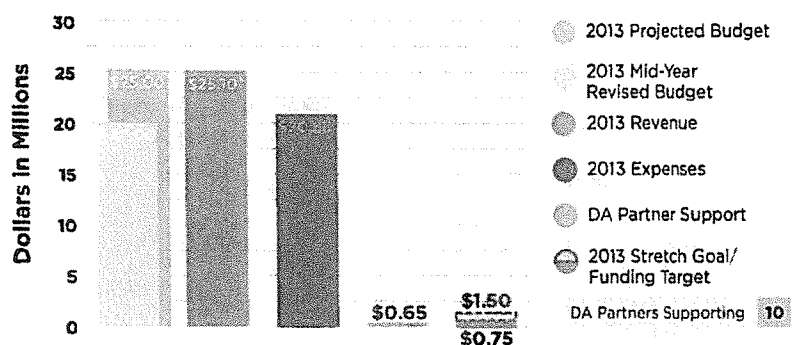
COLLABORATION AND ALIGNMENT

Met collaboration goal for women's rights and equality work. Launched Stand with Women campaign with CAP, Planned Parenthood, and SEIU that mobilized 6,800 women across the country in support of equality and reproductive rights; tight partnerships in Albuquerque helped defeat extreme anti-choice ballot measure that many initially expected to pass.

FINANCE

Raised \$25.10 million and held spending to \$20.88 million, meeting revenue goal; \$4.22 million in carryover will help cover expenses in 2014 when fundraising is expected to be less robust because OFA will not participate or engage in activity related to the election

Met small donor fundraising goal, with 420,000 donors contributing \$18.30 million; average for all donations was \$37.



* after processing fees and adjustments

2014 GOALS AND BENCHMARKS

In 2014, OFA will continue to empower, educate, and activate organizers who cannot only make effective change on the ground, but will be the next generation of grassroots leaders. Through its Spring Organizing Fellows program, OFA will provide a new crop of hundreds of organizers to progressive organizations.

Program

Continue to organize around seven issue advocacy campaigns, with at least 5.2 million supporters – an increase of 800,000 from 2013 – taking action to support gun violence prevention, immigration reform, climate change, women's health and economic equality, the Affordable Care Act, marriage equality, and protecting middle class jobs and our economy.

Expand OFA reach by expanding local chapters into smaller media markets.

Recruit and train over 1,700 Spring Organizing Fellows, who will focus on building support for immigration reform and the Affordable Care Act; work to place 700 organizers in the movement when fellowship ends.

Operations and Governance

Expand Advisory Board from 65 to 75 members, which will include funders

and organizational allies; secure at least \$3.50 million from all members.

Collaboration

Collaborate with climate change movement on 12 state and local campaigns that elevate issue and three national days of action that mobilize activists.

Partner with women's rights organizations in three to four state legislative fights and two ballot initiatives to stop efforts that limit women's access to reproductive healthcare.

Finance

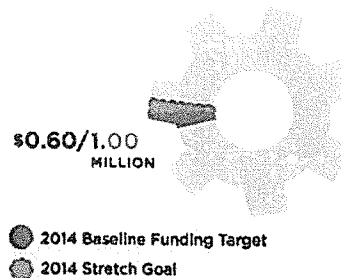
Raise \$16.94 million with \$7.50 million received by May; \$4.22 million carryover will cover expected gap between revenue and expenses.

Diversify fundraising by increasing organization's small donor base from 420,000 to 600,000 individual donors, accounting for over 50% of OFA's annual budget.

DA staff recommends baseline support for OFA of at least \$600,000. Increasing support from this level to \$1.00 million would allow OFA to hire additional state staff to help recruit, train, and mobilize activists in the first six months of 2014. Meeting this funding target would require current supporters to modestly increase their giving and for a few additional DA Partners to consider supporting the organization.

DA Funding Target as Part of Overall Projected Budget

2014 Projected Budget: \$19,280,000



Diversity Statistics		
	Board	Senior Staff
Total	Did Not Report	
% People of Color	Did Not Report	
% Women	Did Not Report	
% LGBTQ	Did Not Report	

The DA encourages organizations to report diversity in leadership and personnel. Since submission of this data is voluntary, the report may be incomplete.

Opportunities for Alignment

OFA is a strong partner to many organizations in the progressive movement and has established a successful track record on a host of issues including marriage equality legislation in Illinois. By partnering with the existing advocacy efforts of Freedom to Marry, Human Rights Campaign (HRC), and Equality Illinois, OFA hit the ground running, organizing over 50 events and provided additional momentum ahead of the successful legislative vote. OFA took the same approach in the fight to pass the Employment Non-Discrimination Act (ENDA) in Congress, joining with others as part of a broad-based coalition. The result: the Senate passed ENDA for the first time. OFA's enthusiasm for collaborating with existing organizations and coalitions and providing them with needed grassroots advocacy provides a good model for future progressive battles that could benefit from additional energy and momentum, including pay equity, voting rights, and other democracy reform issues.

State Engagement Initiative

The mid-term election requires progressives to strategically organize, engage, and mobilize key constituencies and employ smart media and digital communication strategies.

DESCRIPTION AND RATIONALE

Conservative takeovers in state capitals, Congress and deep disenfranchisement have advanced a devastating agenda, directly targeting the wealthy at the expense of the middle class. That agenda on a national scale.

On the Right, have led to greater polarization in Republican governors and state legislatures have targeted workers' and immigrants' rights, and prioritizing conservatives are on the brink of unleashing

Progressives must continue fighting against this conservative overreach - and ways to advance our own positive agenda over the long-term. As part of that progressives should invest resources to increase turnout in blue, red, and purple states across the country in November.

With that in mind, the DA partnered with Committee on States in fall 2013 and launched a new dynamic investment - similar to past state-focused recommendations, such as Built to Win and StateTables designed to encourage funding to strategic, well-vetted state programs that can engage, organize, and mobilize millions of voters ahead of this election.

Recognizing emerging political realities, the DA and COS have further refined scope, recommending Partners direct their in-state giving to 11 states (CO, CT, MI, MN, NC, NH, NM, OH, PA, and WA) all of whom:

Enjoy a well-established core, in-state progressive infrastructure;

Receive support from in-state donors so resources from national donors could be leveraged to maximum effect;

Where voting rights and progressive values are under constant attack; and

Are home to many underrepresented voters of the Rising American Electorate who could benefit from increased mobilization efforts.

It should be noted that although SE primarily focuses on 501(c)(3)'s are opportunities for strategic in-state investing partners. Directing 501(c)(3) contributions should be a DA staff and an ongoing detailed information about in-state opportunities and the Part which can they leverage their support against the giving of some foundations and allied efforts.

Supporting this Effort

Partners may direct their giving in two ways:

- > Investing directly in these recommended states. Priorities have been identified in each of these 10 states that are best positioned to carry out the mobilization and turnout efforts needed to ensure maximum participation in this year's election, with the full list outlined in an appendix to this memo.
- > Direct support to a national regrating fund. DA Partners may contribute to America Votes*, a national 501(c)(4), or America Votes Action Fund**, a 527 registered at the FEC and state level; both will re-grant resources to the states based on highest need and most strategic value.

To encourage investment in states that need support for long-term infrastructure, SEI also recognizes three "expansion opportunity" states (AZ, GA, and TX). Although the donor organizing and progressive infrastructure may be more nascent, all of these states will undoubtedly play a large role in future legislative battles, national elections, and 2020 redistricting. Specific funding recommendations for these states are available upon request.

2014 FORECAST AND FINANCES

In 2014, State Engagement Initiative will leverage national investments in 11 states, supporting voter education, critical field programs, earned media, and digital communication efforts in order to maximize impact in November. It must work to raise significant money early in the year so it can be deployed for maximum impact. SEI will also help build infrastructure in three emerging states that show promise due to changing demographics, cultural advances, and donor commitment. Although these states may require several more cycles of investment before our work is done, major inroads can be made this year.

Program

Leverage contributions from national donors for in-state investments to support coordination, communication, and messaging efforts of high performing organizations that strategically register and mobilize specific RAE and voters in each state.

Provide support to high-priority organization in each state, including

state affiliates of America Votes and ProgressNow, directing resources towards efforts with the most strategic value and impact.

Conduct ongoing outreach to DA Partners in order to secure necessary resources to support the work in the critical states.

Finance

Work with Committee on States and in-state donor alliance networks to ensure that state organizations obtain resources needed to secure 2014 wins, legislative goals, and long-term infrastructure development.

Raise \$2.00 million from DA Partners by May 2014 and distribute to states based on highest need and greatest impact.

Collaboration

Collaborate with DA's Youth, Latino, Women, and Black Civic Engagement Funds to identify areas of mutual interest and ensure investments and targeted areas are as coordinated as possible.

Opportunities for Alignment

Several organizations in the DA's Aligned Network with advocacy capacity, including America Votes and ProgressNow, are critical pieces of state-based infrastructure and are already doing much of the targeting, mobilization, and turnout needed ahead of the midterms. SEI will work with these organizations and support their work when possible - in addition to other coordinated and focused initiatives identified by in-state donor alliances as filling the greatest need or potential to have the most impact - as it supports widespread engagement and turnout efforts in 2014.

With scarce resources and many priority states, SEI will coordinate its giving with those already focused on state-based giving, including in-state and national donors. Additionally, SEI will align funding priorities with the DA-recommended engagement funds that are already supporting efforts to engage and turnout young people, Latinos, African Americans, and women.

* Contributions or gifts to America Votes are not tax deductible as charitable contributions or as business expenses under IRC Section 162(e).

** Contributions or gifts to America Votes Action Fund are not tax deductible.

PROGRESSIVE INFRASTRUCTURE MAP

In the spring of 2012, the Democracy Alliance (DA) introduced a three-year investment portfolio grounded in the assumption that sustainable progressive change requires a robust, multi-faceted infrastructure. As part of that approach, we created the Progressive Infrastructure Map (referred to as "the Map") to reflect the work of a wide range of organizations that drive the progressive agenda.

The Map currently reflects 172 organizations and efforts, 40 of which have been nominated by Partners over the last two years, and contributions to all of these organizations count toward Partners' annual giving requirements. A complete list of organizations included on the Progressive Infrastructure Map follows on the next page.

Each organization has been vetted by the Investment Services staff according to criteria established by the DA's Board of Directors, which stipulates that each organization be:

- > Politically active and progressive;
- > Significant in scale and primarily national in scope;
- > Strategically significant; and
- > Collaborative.

Most importantly, the Map provides Partners access to a central repository of privileged and timely information on scores of progressive organizations via the DA's new community website - something that does not exist anywhere else in the movement.

Fully launched in fall 2013, this new website allows us to share with Partners much of the movement's activities, goals, intended impact, and finances in innovative ways - equipping Partners with an additional tool to guide strategic investments in the movement. Built with the ability for organizations to share their information with others on the Map as well, the website has the potential to become a go-to source for timely information, providing a snapshot of the collective power and impact of our movement. Doing so will allow us to track movement trends, search for new investment opportunities, showcase how organizations are working together to amplify their impact, and tell the complete story of the DA's collective reach and impact as a community.

PROGRESSIVE INFRASTRUCTURE MAP SPRING 2014

350.org	Center for Political Accountability	Fair Share Alliance
Advancement Project ■	The Center for Popular Democracy	Faith In Public Life
The Agenda Project	Center for Responsible Lending +	The Foundation for the Future
Alliance for Justice	Center for Social Inclusion ■	Free Press ■
AlterNet	Center for Story-based Strategy	Free Speech for People
America Votes	Center on Budget and Policy Priorities	Free Speech TV
American Bridge 21st Century	Citizen Engagement Laboratory ■	Freedom to Marry
American Constitution Society	Climate Reality Project	Friends of Democracy
American Independent News Network	Coalition to Stop Gun Violence	Fund for the Republic
American Sustainable Business Council	Code for Progress +	Gamaliel Foundation ■
Americans for Responsible Solutions	ColorofChange.org	Gamechanger Networks
Americans United For Change	Common Cause	Generational Alliance
Analyst Institute	Common Purpose Project	GetEQUAL
The Atlas Project	Constitutional Accountability Center	Green Corps
Auburn Seminary	Corporate Action Network	Green For All
Ballot Initiative Strategy Center	CREW ■	Head Count Inc.
Bend the Arc: A Jewish Partnership for Justice	Democracy for America	Hip Hop Caucus
Black Civic Engagement Fund	Democracy Initiative	House Majority PAC
BlueGreen Alliance	Democracy Now ■	Human Rights Campaign
Brave New Films ■	Democracy: A Journal of Ideas	I Vote
Brennan Center for Justice	Demos	Institute for Research & Education on Human Rights
The Bus Federation	Drug Policy Alliance	Institute on Taxation and Economic Policy
Campaign for America's Future ■	Economic Innovation Institute	J Street
Catalist	Economic Policy Institute ■	Justice at Stake
Catholics United	Emerge America	Know Your Care
Center for American Progress	EMILY's List ■	Latino Engagement Fund
Center for Community Change	Energy Action Coalition	Lawyers' Committee for Civil Rights Under Law
Center for Economic and Policy Research	Enroll America	Leadership Center for the Common Good
Center for Media and Democracy	Environment America	Leadership Conference on Civil and Human Rights
	Fair Elections Legal Network	League of Conservation Voters

League of Young Voters ■	New American Leaders Project	Sierra Club ■
Main Street Alliance	New Leaders Council	Small Business Majority
Majority PAC	New Media Ventures	Sojourners ■
The Management Center	New Organizing Institute	Southern Poverty Law Center
MapLight	NextGen Climate Action +	Southern Progress Fund
Mayors Against Illegal Guns	NRDC	State Engagement Initiative
The Media Consortium	The Opportunity Agenda +	State Voices
Media Matters for America	Organizing for Action	Student PIRGs
Mi Familia Vota	People for the American Way	Sunlight Foundation
Midwest Academy +	PICO National Network	The Texas Future Project*
MomsRising	Planned Parenthood	Third Way ■
Mother Jones	Priorities USA	Truman National Security Project
Movement Advancement Project	Progressive Campaign Change Committee	UltraViolet
NAACP	Progressive Congress	United for a Fair Economy
NARAL Pro-Choice America	Progressive Majority	United Republic
The Nation +	Progressive States Network	US PIRGS
National Council of La Raza ■	ProgressNow	USAction ■
National Democratic Redistricting Trust	Project New America	Voices for Progress
National Domestic Workers Alliance	Project Vote	Voter Participation Center ■
National Employment Law Project	Public Campaign	VoteVets.org
The National Gay and Lesbian Task Force	Public Citizen	Voto Latino
National Immigration Forum	Race Forward	Washington Monthly
National People's Action	Rainforest Action Network	Wellstone Action
National Popular Vote	Rebuild the Dream	Women's Equality Center
National Security Network ■	ROC United	Working America
New America Media +	Rock the Vote	Young Democrats of America ■
	The Roosevelt Institute	Young Invincibles
	Scholars Strategy Network	Youth Engagement Fund
		YP4 and YEO Network ■

2012-2014 Aligned Network Organizations

2013 Dynamic Investments

+ New Organization

■ Over the last nine years, many of the organizations previously recommended for support by the Democracy Alliance have played instrumental roles in building a stronger, more integrated progressive infrastructure. We would like to specifically highlight the contributions of these previous Alliance Partner Organizations to the progressive movement and the creation of a better America.

DIRECTORY

AMERICAN CONSTITUTION SOCIETY

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Development Contact:
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501(c)(3): American
Constitution Society
EIN: 52-2313694

AMERICA VOTES

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501(c)(4): America Votes
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SuperPAC: America Votes Action Fund
EIN: 27-4522665

BLACK CIVIC ENGAGEMENT FUND

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1201 Connecticut Ave, NW
Suite 300
Washington DC, 20036
(202) 595-1020

501(c)(3): New Venture Fund - Black
Civic Engagement Fund
EIN: 20-5806345

501(c)(4): Sixteen Thirty Fund - Black
Civic Engagement Action Fund
EIN: 26-4486735

BRENNAN CENTER FOR JUSTICE

Michael Waldman, President
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www.brennancenter.org

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vivien.watts@nyu.edu

501(c)(3): Brennan Center for Justice
EIN: 13-3839293

501(c)(4): Brennan Center for Justice
Strategic Fund
EIN: 03-0593698

CENTER FOR AMERICAN PROGRESS / ACTION FUND

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www.americanprogressaction.org

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501(c)(3): Center for American Progress
EIN: 30-0126510
501(c)(4): Center for American Progress
Action Fund
EIN: 30-0192708

CATALIST

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501(c)(3): Tides - New Strategies Fund
/ Catalist
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LLC: Catalist, LLC
EIN: 20-3232100



DIRECTORY

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501(c)(3): Center on Budget
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CENTER FOR COMMUNITY CHANGE/CAMPAIGN FOR COMMUNITY CHANGE

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www.communitychange.org
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501(c)(3): Center for
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501(c)(4): Campaign for
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EIN: 27-0061100

COMMON PURPOSE PROJECT

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Washington, DC 20036
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Development Contact: Kristin Avery,
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501(c)(4): Common
Purpose Project, Inc.*
EIN: 26-4325985

*Donations will be publicly disclosed

DEMOCRACY ALLIANCE POOLED FUND

The Democracy Alliance Pooled
Fund enables Partners to support
the DA Aligned Network without
specifying a particular organization for
funding. Staff will allocate funds on a
semi-annual basis, prioritizing those
organizations that are in greatest need
of additional support. For contribution
information, please see:

Julie Kohler, Managing Director
jkohler@democracyalliance.org

Democracy Alliance Pooled Fund
1575 Eye St. NW
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(202) 717-8550

501(c)(3): New Venture Fund -
Democracy Alliance Pooled Fund
EIN: 20-5806345

501(c)(4): Sixteen Thirty Fund -
Democracy Alliance Pooled Fund
EIN: 26-4486735

FUND FOR THE REPUBLIC

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www.fundfortherepublic.org

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501(c)(3): Fund for the Republic
EIN: 32-0384285

501(c)(4): Action for the Republic
EIN: 46-0792299

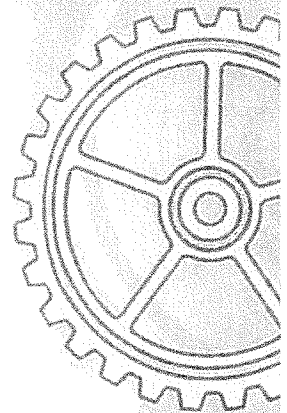
LATINO ENGAGEMENT FUND

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(202) 717-8559

501(c)(3): New Venture Fund -
Latino Engagement Fund
EIN: 20-5806345

501(c)(4): Sixteen Thirty Fund -
Latino Engagement Action Fund
EIN: 26-4486735



MEDIA MATTERS FOR AMERICA

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501(c)(3): Media Matters for America
EIN: 47-0928008

501(c)(4): Media Matters Action
Network
EIN: 77-0646754

NEW MEDIA VENTURES

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501(c)(4): New Media Ventures/
The Advocacy Fund
EIN: 94-3153687
c/o Kathryn Snyder
ksnyder@tides.org
(415) 561-6373

501(c)(3): New Media Ventures/Tides
EIN: 51-0198509
c/o Kathryn Snyder
ksnyder@tides.org
(415) 561-6373

NEW ORGANIZING INSTITUTE

Ethan Roeder, Executive Director
ethan@neworganizing.com

1133 19th Street, NW
Suite 850
Washington, DC 20036
Telephone: (202) 210-3924
www.neworganizing.com

Development Contact: Mike Piel,
Development Associate
mpiel@neworganizing.com

501(c)(3): New Organizing Institute
Education Fund
EIN: 56-2633160
501(c)(4): New Organizing Institute
EIN: 56-2538200

ORGANIZING FOR ACTION

Jon Carson, Executive Director
jcarson@barackobama.com

224 North Desplaines Street
Suite 500
Chicago, IL 60654
Telephone: (312) 882-3717
www.barackobama.com

Development Contact:
Kathy Gasperine, National
Development Director
kgasperine@barackobama.com

501(c)(4): Organizing for Action
EIN: 46-1827418

PROGRESSIVE MAJORITY

Gloria Totten, President
gtotten@progressivemajority.org

1825 K Street, NW
Suite 450
Washington, DC 20006
Telephone: (202) 248-5380
www.progressivemajority.org
www.progressivemajorityaction.org
www.publicleadershipinstitute.org

501(c)(3): The Public
Leadership Institute - IAF
EIN: 52-1971942

501(c)(4): Progressive Majority
Action Fund
EIN: 52-1861766

527: Progressive Majority
EIN: 52-2207216

PROGRESSNOW

Arshad Hasan, Executive Director
arshad@progressnow.org

5922 Excelsior Blvd.
Minneapolis, MN 55416
Telephone: (267) 237-7488
www.progressnow.org

501(c)(3): ProgressNow Education
EIN: 20-8720291

501(c)(4): ProgressNow
EIN: 20-8720230

DIRECTORY

STATE ENGAGEMENT INITIATIVE

Frank Smith
fes33@me.com

Scott Anderson
scott@committeestates.org

Dominic Lowell
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c/o Democracy Alliance
1575 Eye Street, NW
Suite 425
Washington, DC 20005
Telephone: (202) 717-8563

DA Partners may support the State Engagement Initiative by directly supporting any approved organization listed in a forthcoming appendix or by contributing to a national fund, which will regrant resources to the states. Although SEI's primary focus is on 501(c)(4) activity, there are opportunities for 501(c)(3) giving. Partners interested in directing 501(c)(3) contributions should contact DA or COS staff, who can provide detailed information about in-state opportunities and advise Partners on where can they leverage their support with the giving of some foundations and other allied efforts, including the State Infrastructure Fund (SIF) at Public Interest Projects. Contribution information for SIF is listed below.

501(c)(3): Public Interest Projects -
State Infrastructure Fund
EIN: 13-3191113

501(c)(4): America Votes - State
Engagement Initiative
EIN: 26-4568349

527: America Votes Action Fund -
State Engagement Initiative
EIN: 27-4522665

STATE VOICES

Tracy Sturdivant, Executive Director
tracy@statevoices.org

500 Griswold Street
Suite 2850
Detroit, MI 48226
Telephone: (313) 965-4000
www.statevoices.org

Development Contact:
Elizabeth Camuti,
Senior Development Manager
elizabeth@statevoices.org

501(c)(3): State Voices
EIN: 20-1115618

WOMEN'S EQUALITY CENTER

Kate Chapek, Executive Director
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1155 Connecticut Avenue, NW
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(202) 283-8806
www.womensequalitycenter.org

501(c)(3): New Venture Fund -
Women's Equality Center
EIN: 20-5806345

501(c)(4): Sixteen Thirty Fund -
Women's Equality Center Action Fund
EIN: 26-4486735

YOUTH ENGAGEMENT FUND

Alexandra Acker-Lyons, Director
aacker-lyons@democracyalliance.org

c/o Democracy Alliance
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Suite 425
Washington, DC 20005
(202) 256-7183

501(c)(3): New Venture Fund -
Youth Engagement Fund
EIN: 20-5806345

501(c)(4): Sixteen Thirty Fund -
Youth Engagement Action Fund
EIN: 26-4486735

Exhibit C



Clients



Planned Parenthood Action Fund

"Using Catalist, we were able to build a national model of pro-choice women voters, then reach a million of those women in targeted states to help elect Barack Obama, make substantial gains in Congress and state legislatures, and defeat three anti-choice ballot initiatives."

"Access to Catalist data made a huge difference in our Defeat 26 campaign in Mississippi."

- Cecile Richards, President



United Food and Commercial Workers

"In 2012, UFCW broke new ground in reaching its members in key states by partnering with Catalist and DSPolitical to create a customized, highly impactful online and mobile advertising campaign."

- Nikki Budzinski, Political Director



DCCC

"The Catalist dynamic modeling system allowed the DCCC to rapidly build customized support models for each of our targeted districts."

- Aaron Strauss, Director of Targeting and Data



League of Conservation Voters

"Catalist's offering of 50 state voter files with a consistent level of quality was a tremendous benefit to LCV."

With our more than 30 state affiliates, having access to files for all our states in a centralized place with dedicated support was and continues to be a huge plus for our organization. Catalist's ability to train staff in our state LCVs who were not used to working with data was especially helpful, and having a contact at Catalist who had an overarching understanding of LCV's goals added tremendous value."

- Gene Karpinski, President



New Jersey Democratic Assembly Campaign Committee

"We signed on with Catalist for our critical 2009 election season knowing full well what a difficult year we faced in New Jersey. The

Our Client List

- 720 Strategies
- ACLU
- AcquireWeb, Inc.
- Advancing Wisconsin
- Advocacy Alliance Center of Texas - AACT
- Advocacy Data
- Alliance for Climate Protection
- Alliance of Californians for Community Empowerment
- Amalgamated Transit Union
- Ambrosino, Muir, Hansen & Crounse
- America Votes
- American Cancer Society
- American Federation of Labor - Congress of Industrial Organizations
- American Federation of State, County and Municipal Employees
- Amicus
- Amnesty International
- Analyst Institute
- Anne Lewis Strategies
- Anzalone Liszt Grove Research
- Arizona Democratic Party
- Art Is For Everyone
- Ashmead Group
- Atlantic Philanthropies
- ATLAS Project
- Baughman Company
- Becerra For Congress
- Benenson Strategy Group
- Bennett, Petts & Normington
- Bera for Congress
- Blue Labs
- Bora Planning
- Bryan Weaver for City Council
- California Clean Money
- California Courage Campaign
- California Democratic Congressional Caucus
- California Labor Federation
- California Latino Legislative Caucus
- Campaign for Community Change
- Campaign Network
- CapAd Communications
- CeaseFire PA
- Center for Budget Policy Priorities
- Center for Civic Participation New Mexico
- Center for Community Change
- Center for Responsible Lending
- Center on Budget and Policy Priorities
- Chadderdon Group
- Change to Win
- Changing Targets Media
- Chicago Reform Caucus
- Chicago Teachers Union
- Chinese American Voters Education Committee

Governor's race presented serious challenges to maintaining our majority and we had to find ways to do things differently in order to help our targeted candidates survive.

Catalist stepped up as our secret weapon. Since a large portion of New Jersey voters do not register by Party, their National Partisanship Model gave us the means to slice and dice that voter universe. And, they issued a 2009 Turnout Model particularly tweaked for New Jersey, which gave us the ability to select likely Democrats who were also likely to vote.

The statewide ticket went down to defeat as predicted in 2009. The Assembly maintained a healthy 47-33 majority losing one open seat and re-electing every single incumbent. We were enormously glad that we had the Catalist data, models and tools in our arsenal. They made the difference for us when the stakes were the highest."

- Michael Muller, Executive Director



The Partnership Project

"The Partnership Project has found Catalist to be an extremely effective tool in targeting and involving both our membership and the public. The Catalist Q Tool has increased our ability to mobilize the public on issues that affect conservation and energy policy. Although our combined membership list is over 4 million names, the ability to enhance that list with voter file names in all 50 states increases our ability to win on the environmental and conservation issues that are important to our membership base."

- Michael Town, Executive Director



Greenberg Quinlan Rosner Research

"Catalist has, and continues to be a very valuable asset for my company. The Qtool software makes sampling efficient and accurate, and the Catalist staff is dedicated, attentive and smart. I would highly recommend Catalist

to colleagues, other political pollsters or any other organization looking for quality voter files."

- Adam Slater, Director of Domestic Research



Women's Voices. Women Vote

"Catalist has been instrumental in making sure that over 1 million unmarried women are registered to vote and many more millions participate in our democratic process - be it voting or advocating for public policy changes. Our close partnership with Catalist, whether it is sharing our models and the results of our programs or taking advantage of their data, makes the work of WVVV successful. Why did we wait so long to create it?"

- Page Gardner, President

- Chism Strategies
- Choose Health
- CIRCLE (Tufts University)
- Citizen Action Illinois - Progressive Action Project
- Citizen Engagement Laboratory
- Citizens Action NY
- Citizens for More Michigan Jobs
- Citizens Unified for Maine's Future
- Civis Analytics
- Clean Water Action Fund
- Clean Wisconsin
- Committee to Elect Alan Grayson
- Corridor Partners
- Credo Mobile
- Crossroads Consulting
- Data Farm Consulting
- Defend Oregon Coalition
- Defend Our Homes
- Defenders of Wildlife Action Fund
- Democracia USA
- Democratic Congressional Campaign Committee
- Democratic Governors Association
- Democratic Legislative Campaign Committee
- Democratic Senatorial Campaign Committee
- Democrats.com
- Digital Turf
- Dominicanos USA
- Dover Strategies
- Dowdell for Congress
- Drug Policy Action Committee
- Duke University
- Education Voters Institute
- Eleison Group
- Ella LLC
- Emily's List
- Empower Montgomery
- Entenza for Auditor
- Entenza for Governor
- Environment America
- Environment New Jersey
- Environmental Defense Fund
- Environmental Working Group
- Fair Share Alliance
- Faith in Public Life
- Families USA
- Farouk Shami for Governor
- Feldman Group
- Fenty 2010
- FieldWorks
- Fix Our Streets
- Florida Democratic Party
- For Maryland For Our Future
- Freedom to Marry
- Friends of Mark Warner
- George Washington University
- Global Strategy Group
- Greenberg Quinlan Rosner Research
- Grove Insight
- GSSA
- Gumbinner & Davies Communications
- Hamilton Campaigns
- Hart Research
- Hawaii Carpenters Union Market Recovery Fund
- Health Care for America Now
- Hickman Analytics
- Hillary Clinton for President
- Hilltop Public Solutions
- Horizon Strategies
- House Majority PAC
- Human Rights Campaign

- Independence Strategy
- International Brotherhood of Teamsters
- IRN, Inc (CO)
- Irvine Education Alliance PAC
- Jobs for New York
- Kennedy Communications
- KMP Research
- Lake Research
- Lawyers Committee for Civil Rights Under Law
- Leadership Council on Civil Rights
- League of Conservation Voters
- LSG Strategies
- Mack | Crounse Group
- Mack-Sumner Communications
- Maine Democratic Party
- Marketry
- Mass Equality
- Massachusetts Institute of Technology
- Media Consortium
- Melinda Katz for New York
- Mellman Group
- Messsage and Media
- Michigan Coalition for Progress
- Minnesotans for Matt
- Mission Control
- Mississippi Democratic Party
- Missouri Coalition for Lifesaving Cures
- Mobilize the Immigrant Vote
- Momentum Analysis
- Monterey County Democratic Party
- MSHC Partners
- NARAL - Pro-Choice America Foundation
- NARAL New York
- National Association for the Advancement of Colored People
- National Association of Latino Elected and Appointed Officials
- National Coalition for Black Civic Participation
- National Council of LaRaza
- National Education Association
- Natural Resources Defense Council
- Neighborhood Project
- New Georgia Project
- New Jersey Democratic Assembly Campaign Committee
- New Jersey Democratic Party
- New Mexico Democratic Party
- NextGen Climate Action
- New Organizing Institute (NOI)
- New York University
- New Yorkers for de Blasio
- Oakland Rising
- Obama for America
- Ohio Democratic Party
- Ohio Jobs & Progress Committee
- OMP Direct
- One Campaign
- Partnership Project
- Patinkin Research Strategies
- Penobscot County for Table Games & Jobs
- Perseid Group
- PICO California
- Pivot
- Planned Parenthood
- Polling Consortium
- PowerPAC
- Progressive Kick
- Progressive States Action
- Project New America
- Project Vote

- Protect Maine Equality
- Public Campaign Action Fund
- Public Policy & Education Fund of NY
- PUEBLO
- Quadrant Metrics
- Ready For Hillary
- Rock The Vote
- Rothman for New Jersey
- San Diego Democratic County Central Committee
- San Diego Labor Council
- San Francisco Labor Council
- San Francisco Rising
- Santa Barbara Equality Project
- Senate Majority PAC
- Service Employees International Union
- Sheinkopf Ltd.
- Sierra Club
- Solomon for Congress
- South Bay Labor Council Committee on Political Education
- South Carolina Coastal Conservation League
- South Carolina Democratic Party
- Southern Progress Fund
- SPM Solutions
- Stanford University
- State Voices
- Stones Phones
- Stratagem PAC
- Strategic Telemetry
- Tennessee Democratic Party
- Terris, Barnes & Walters
- Terry McAuliffe for Governor
- Texas Civic Engagement
- Texas Democratic Trust
- Texas Democratic Party
- The Leadership Conference
- The Mammen Group
- The Organizing Group
- The Strategy Group
- Third Eye Strategies
- Tony Williams for Governor
- TRM Campaign
- United Food and Commercial Workers
- Unity '09
- University of Hawaii Professional Assembly
- University of Missouri
- US Representative Joe Baca
- US Representative John Barrow
- US Representative Karen Bass
- US Representative Xavier Becerra
- US Representative Ami Bera
- US Representative Howard Berman
- US Representative Bruce Braley
- US Representative Corrine Brown
- US Representative Julia Brownley
- US Representative G.K. Butterfield
- US Representative Lois Capps
- US Representative Tony Cardenas
- US Representative Dennis Cardoza
- US Representative Russ Camahan
- US Representative Ben Chandler
- US Representative Judy Chu
- US Representative Emanuel Cleaver, II
- US Representative Gerald Connolly
- US Representative Jim Costa
- US Representative Henry Cuellar
- US Representative Ted Deutch
- US Representative Anna Eshoo
- US Representative Sam Farr
- US Representative Bob Filner

- US Representative Lois Frankel
- US Representative Tulsi Gabbard
- US Representative John Garamendi
- US Representative Janice Hahn
- US Representative Jane Harman
- US Representative Kathleen Hochul
- US Representative Michael Honda
- US Representative Steven Horsford
- US Representative Jared Huffman
- US Representative Barbara Lee
- US Representative Zoe Lofgren
- US Representative Alan Lowenthal
- US Representative Michelle Lujan Grisham
- US Representative Dan Maffei
- US Representative Doris Matsui
- US Representative Ann McLane Kuster
- US Representative Jerry McNemey
- US Representative George Miller
- US Representative Gwen Moore
- US Representative Grace Napolitano
- US Representative Gloria Negrete McLeod
- US Representative Beto O'Rourke
- US Representative Sean Patrick Maloney
- US Representative Nancy Pelosi
- US Representative Scott Peters
- US Representative Laura Richardson
- US Representative Lucille Roybal-Allard
- US Representative Raul Ruiz
- US Representative Linda Sanchez
- US Representative Loretta Sanchez
- US Representative Adam Schiff
- US Representative Brad Sherman
- US Representative Kyrsten Sinema
- US Representative Hilda Solis
- US Representative Jackie Speier
- US Representative Pete Stark
- US Representative Betty Sutton
- US Representative Eric Swalwell
- US Representative Mark Takano
- US Representative Mike Thompson
- US Representative Maxine Waters
- US Representative Diane Watson
- US Representative Henry Waxman
- US Representative Lynn Woolsey
- USAction
- Ventura County Democratic County Central Committee
- Vermont Democratic Party
- Vermont State Employees Assn.
- Victoria Research
- Virginia New Majority
- Vote for Equality
- Voter Participation Center
- We Are America
- Winning Connections
- Winning Mark
- Wisconsin Anti-Violence Effort (WAVE)
- Women Vote!
- Women's Voices. Women Vote.
- Work for Progress
- Yale University
- Yuhas Consulting Group
- Zata3

Exhibit D

Clients

NGP VAN is honored to power the fundraising, field, and new media activities for many of the leading Democratic and progressive organizations. Our software powered the Obama campaign's voter contact, volunteer, fundraising and compliance operations in all 50 states.

Clients Include:

- The Democratic National Committee
- The Democratic Senatorial Campaign Committee
- The Democratic Congressional Campaign Committee
- The Democratic Governors Association
- The Democratic Legislative Campaign Committee
- Almost all the Democratic State Parties
- International parties like the Liberal Party of Canada
- Almost all the Democrats in the U.S. Senate and U.S. House
- Thousands of other candidates for offices ranging from Governor to State Legislator to City Council
- Many labor unions including the AFL-CIO and their affiliates
- The Service Employees International Union
- A number of other U.S. based and international unions
- America Votes and hundreds of participating progressive public interest organizations
- State Voices and hundreds of participating non-profit civic engagement groups

- Leadership and progressive PACs, and non-partisan corporations and trade associations (A branded version of Campaign Office is available to Corporate and Trade Association PACs from CQ-Roll Call Group)
- Many of the leading field, fundraising, new media, and other consulting companies

Products

Fundraising & Compliance

Organizing & Voter Contact

Website Creation

New Media

SmartVAN & Data Services

Action Center

Union Organizing

EveryAction

Programs

DLCC Go

DMO Go

EMILY's List

VoteBuilder

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(202) 686-9330

48 Grove St, Suite 202
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(617) 718-2980

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Hello from Boston & Washington, DC!

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Exhibit E

ICYMI: Votebuilder the Foundation for DNC's New Project Ivy

For Immediate Release

WASHINGTON, D.C. – This week the Democratic National Committee Announced a new technology initiative, called Project Ivy, to help candidates across the country operationalize the data tools used by President Obama's 2012 reelection campaign and maintain an edge in the campaign technology race.

The new effort is built on the foundation provided by Votebuilder, the voter contact and volunteer management tool created by NGP VAN, the leading technology provider to thousands of progressive organizations and Democratic campaigns.

"We're honored to be working hand in hand with the DNC to equip Democrats with tools that help them win. Not only do Democrats have the message and technology to run smart, data driven campaigns up and down the ballot – they have a culture that values and knows how to apply that technology", said Bryan Whitaker, COO of NGP VAN. **"No one is resting on their laurels, and we're all-in to help build on our technological competitive advantage over Republicans."**

Project Ivy: Democrats Taking Obama Technology Down Ballot

Time - By Zeke Miller

Democrats strive to stay ahead in tech race

The Hill - By Alexandra Jaffe

DNC ups tech push ahead of midterms

CNN – Dana Davidsen

NGP VAN's tools are used by almost every Democratic candidate and by organizations like the AFL-CIO, American Votes, DCCC, DGA, DLCC, DNC, DSCC, EMILY's List, NEA, Ready for Hillary, SEIU as well almost every Democratic state party, many non-profits, civic engagement organizations and labor unions.

ABOUT NGP VAN

NGP VAN is the leading technology provider to Democratic and progressive campaigns and organizations, offering clients an integrated platform of the best fundraising, organizing, and digital products. NGP VAN is credited widely as being a critical piece of the Democratic and progressive technology edge.

NGP VAN counts thousands of campaigns and organizations amongst its clients, including President Obama's reelection, all the national Democratic committees, every Democratic Senator, most of the Democrats in the U.S. House, and thousands of Democratic campaigns, PACs and non-profits, and other organizations.

Publications like TechCrunch, Mashable, and ClickZ covered NGP VAN's innovative Social Organizing product, writing "The potential power of Social Organizing is impressive."

###

Products

Fundraising & Compliance
Organizing & Voter Contact
Website Creation
New Media
SmartVAN & Data Services
Action Center
Union Organizing
EveryAction

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DMO Go
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