

**Streamlined Application for Recognition of Exemption  
Under Section 501(c)(3) of the Internal Revenue Code**

Do not enter Social Security numbers on this form as it will be made public.

Information about Form 1023-EZ and its separate instructions is at [www.irs.gov/form1023](http://www.irs.gov/form1023)

**Note:** If exempt status is approved, this application will be open for public inspection.

**Check this box to attest that you have completed the Form 1023-EZ Eligibility Worksheet in the current instructions, are eligible to apply for exemption using Form 1023-EZ, and have read and understand the requirements to be exempt under section 501(c)(3).**

Have your annual gross receipts exceeded \$50,000 in any of the past 3 years and/or do you project that your annual gross receipts will exceed \$50,000 in any of the next 3 years? If yes, stop. Do not file Form 1023-EZ. See Instructions.  Yes  No

Do you have total assets the fair market value of which is in excess of \$250,000? If yes, stop. Do not file Form 1023-EZ. See Instructions.  Yes  No

**Part I Identification of Applicant**

<b>1a</b> Full Name of Organization AWAKE MILWAUKEE LTD		<b>b</b> Care Of Name (if applicable) JAMES R CAULEY	
<b>c</b> Mailing Address (number, street, and room/suite). If a P.O. box, see instructions. 5020 N WOODRUFF AVE		<b>d</b> City WHITEFISH BAY	<b>e</b> State WI
		<b>f</b> Zip code + 4 53217-5634	
<b>2</b> Employer Identification Number 84-4590798	<b>3</b> Month Tax Year Ends (MM) 12	<b>4</b> Person to Contact if More Information is Needed JAMES R CAULEY	
<b>5</b> Contact Telephone Number 414-332-6201		<b>6</b> Fax Number (optional)	<b>7</b> User Fee Submitted \$275.00
<b>8</b> List the names, titles, and mailing addresses of your officers, directors, and/or trustees. (If you have more than five, see instructions.)			
First Name: ELIZABETH		Last Name: ZIMMER	
		Title: DIRECTOR AND PRESIDENT	
Street Address: 4543 N LARKIN ST		City: SHOREWOOD	State: WI
		Zip code + 4: 53211-0000	
First Name: JERRI		Last Name: VONDENBOSCH	
		Title: DIRECTOR AND TREASURER	
Street Address: 611 N 20TH STREET		City: MILWAUKEE	State: WI
		Zip code + 4: 53233-0000	
First Name: JAMES		Last Name: CAULEY	
		Title: DIRECTOR AND SECRETARY	
Street Address: 5020 N WOODRUFF AVE		City: WHITEFISH BAY	State: WI
		Zip code + 4: 53217-5634	
First Name:		Last Name:	
		Title:	
Street Address:		City:	State:
		Zip code + 4:	
First Name:		Last Name:	
		Title:	
Street Address:		City:	State:
		Zip code + 4:	
<b>9a</b> Organization's Website (if available):		HTTPS://AWAKEMILWAUKEE.ORG/	
<b>b</b> Organization's Email (optional):			

**Part II Organizational Structure**

- 1** To file this form, you must be a corporation, an unincorporated association, or a trust. **Select the box** for the type of organization.  
 Corporation     Unincorporated association     Trust
- 2**  **Check this box** to attest that you have the organizing document necessary for the organizational structure indicated above.  
(See the instructions for an explanation of **necessary organizing documents**.)
- 3** Date incorporated if a corporation, or formed if other than a corporation (MMDDYYYY): 01282020
- 4** State of Incorporation or other formation: Wisconsin
- 5** Section 501(c)(3) requires that your organizing document must limit your purposes to one or more exempt purposes within section 501(c)(3).  
 **Check this box** to attest that your organizing document contains this limitation.
- 6** Section 501(c)(3) requires that your organizing document must not expressly empower you to engage, otherwise than as an insubstantial part of your activities, in activities that in themselves are not in furtherance of one or more exempt purposes.  
 **Check this box** to attest that your organizing document does not expressly empower you to engage, otherwise than as an insubstantial part of your activities, in activities that in themselves are not in furtherance of one or more exempt purposes.
- 7** Section 501(c)(3) requires that your organizing document must provide that upon dissolution, your remaining assets be used exclusively for section 501(c)(3) exempt purposes. Depending on your entity type and the state in which you are formed, this requirement may be satisfied by operation of state law.  
 **Check this box** to attest that your organizing document contains the dissolution provision required under section 501(c)(3) or that you do not need an express dissolution provision in your organizing document because you rely on the operation of state law in the state in which you are formed for your dissolution provision.



**Part III Your Specific Activities**

1 Briefly describe the organization's mission or most significant activities (limit 250 characters)

The mission of Awake Milwaukee is to form and support a community of committed Catholics who want to understand and respond to the crisis of sexual abuse of children and adults and the failure of leadership in the Catholic Church, particularly in WI.

2 Enter the appropriate 3-character NTEE Code that best describes your activities (See the instructions): 173

3 To qualify for exemption as a section 501(c)(3) organization, you must be organized and operated exclusively to further one or more of the following purposes. By checking the box or boxes below, you attest that you are organized and operated exclusively to further the purposes indicated. **Check all that apply.**

- |   |  |  |
|---|--|--|
| <input checked="" type="checkbox"/> Charitable  | <input checked="" type="checkbox"/> Religious                                    | <input checked="" type="checkbox"/> Educational    |
| <input type="checkbox"/> Scientific   | <input type="checkbox"/> Literary  | <input type="checkbox"/> Testing for public safety |
| <input type="checkbox"/> To foster national or international amateur sports competition | <input checked="" type="checkbox"/> Prevention of cruelty to children or animals |  |

4 To qualify for exemption as a section 501(c)(3) organization, you must:

- Refrain from supporting or opposing candidates in political campaigns in any way.
- Ensure that your net earnings do not inure in whole or in part to the benefit of private shareholders or individuals (that is, board members, officers, key management employees, or other insiders).
- Not further non-exempt purposes (such as purposes that benefit private interests) more than insubstantially.
- Not be organized or operated for the primary purpose of conducting a trade or business that is not related to your exempt purpose(s).
- Not devote more than an insubstantial part of your activities attempting to influence legislation or, if you made a section 501(h) election, not normally make expenditures in excess of expenditure limitations outlined in section 501(h).
- Not provide commercial-type insurance as a substantial part of your activities.

**Check this box** to attest that you have not conducted and will not conduct activities that violate these prohibitions and restrictions.

- |   |                                      |                                     |
|---|--------------------------------------|-------------------------------------|
| 5 Do you or will you attempt to influence legislation? (If yes, consider filing Form 5768. See the instructions for more details.)  | <input type="radio"/> Yes            | <input checked="" type="radio"/> No |
| 6 Do you or will you pay compensation to any of your officers, directors, or trustees? (Refer to the instructions for a definition of <b>compensation</b> .)                              | <input type="radio"/> Yes            | <input checked="" type="radio"/> No |
| 7 Do you or will you donate funds to or pay expenses for individual(s)?   | <input checked="" type="radio"/> Yes | <input type="radio"/> No            |
| 8 Do you or will you conduct activities or provide grants or other assistance to individual(s) or organization(s) outside the United States?  | <input type="radio"/> Yes            | <input checked="" type="radio"/> No |
| 9 Do you or will you engage in financial transactions (for example, loans, payments, rents, etc.) with any of your officers, directors, or trustees, or any entities they own or control? | <input type="radio"/> Yes            | <input checked="" type="radio"/> No |
| 10 Do you or will you have unrelated business gross income of \$1,000 or more during a tax year?  | <input type="radio"/> Yes            | <input checked="" type="radio"/> No |
| 11 Do you or will you operate bingo or other gaming activities?   | <input type="radio"/> Yes            | <input checked="" type="radio"/> No |
| 12 Do you or will you provide disaster relief?  | <input type="radio"/> Yes            | <input checked="" type="radio"/> No |

**Part IV Foundation Classification**

**Part IV is designed to classify you as an organization that is either a private foundation or a public charity. Public charity status is a more favorable tax status than private foundation status.**

- 1 Are you applying for recognition as a church, school, or hospital (described in section 170(b)(1)(A)(i), (ii), or (iii) of the Internal Revenue Code)? If yes, stop. Do not file Form 1023-EZ. See Instructions  Yes  No
- 2 If you qualify for public charity status, check the appropriate box (2a - 2c below) and skip to **Part V** below.
- a  **Select this box** to attest that you normally receive at least one-third of your support from public sources or you normally receive at least 10 percent of your support from public sources and you have other characteristics of a publicly supported organization. **Sections 509(a)(1) and 170(b)(1)(A)(vi).**
  - b  **Select this box** to attest that you normally receive more than one-third of your support from a combination of gifts, grants, contributions, membership fees, and gross receipts (from permitted sources) from activities related to your exempt functions and normally receive not more than one-third of your support from investment income and unrelated business taxable income. **Section 509(a)(2).**
  - c  **Select this box** to attest that you are operated for the benefit of a college or university that is owned or operated by a governmental unit. **Sections 509(a)(1) and 170(b)(1)(A)(iv).**
- 3 If you are not described in items 2a - 2c above, you are a private foundation. As a private foundation, you are required by section 508(e) to have specific provisions in your organizing document, unless you rely on the operation of state law in the state in which you were formed to meet these requirements. These specific provisions require that you operate to avoid liability for private foundation excise taxes under sections 4941-4945.
- Select this box** to attest that your organizing document contains the provisions required by section 508(e) or that your organizing document does not need to include the provisions required by section 508(e) because you rely on the operation of state law in your particular state to meet the requirements of section 508(e). (See the instructions for explanation of the section 508(e) requirements.)

**Part V Reinstatement After Automatic Revocation**

Complete this section only if you are applying for reinstatement of exemption after being automatically revoked for failure to file required annual returns or notices for three consecutive years, and you are applying for reinstatement under section 4 or 7 of Revenue Procedure 2014-11. (Check only one box.)

- 1  Check this box if you are seeking retroactive reinstatement under section 4 of Revenue Procedure 2014-11. By checking this box, you attest that you meet the specified requirements of section 4, that your failure to file was not intentional, and that you have put in place procedures to file required returns or notices in the future. (See the instructions for requirements.)
- 2  Check this box if you are seeking reinstatement under section 7 of Revenue Procedure 2014-11, effective the date you are filling this application.

**Part VI Signature**

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization and that I have examined this application, and to the best of my knowledge it is true, correct, and complete.

JAMES CAULEY  
\_\_\_\_\_  
(Type name of signer)

DIRECTOR AND SECRETARY  
\_\_\_\_\_  
(Type title or authority of signer)

03252020  
\_\_\_\_\_  
(Date)



Rec'd 4-18-2020



Department of the Treasury  
Internal Revenue Service  
Tax Exempt and Government Entities  
PO Box 2508  
Cincinnati, OH 45201

AWAKE MILWAUKEE LTD  
C/O JAMES R CAULEY  
5020 N WOODRUFF AVE.  
WHITEFISH BAY, WI 53217-5634

Date: April 13, 2020  
Employer ID number: 84-4590798  
Person to contact / ID number: Marilyn Coleman  
ID# 0676992  
Contact telephone number: 513-975-6152  
Contact fax number: 855-268-1750  
Response due date: May 11, 2020

Dear Applicant:

**Why you are receiving this letter**

We need more information to consider the determination letter request you submitted on Form 1023EZ.

**What you must do**

Please provide the information requested and follow the submission instructions. You must submit your response by the due date above.

**If you don't respond**

If you don't respond to the Information Request by the due date, or don't provide all the requested information, we may close your case without making a determination. If so, we won't refund any user fee you paid, and you'll need to submit a new request and any applicable user fee payment if you want us to reconsider your request. Alternatively, if you haven't established that you meet the requirements for exemption for the subsection requested, we may make an adverse determination.

In addition, if you don't provide the requested information by the due date, you may lose your rights to get a declaratory judgment. Under Internal Revenue Code (IRC) Section 7428(b)(2), you must exhaust all administrative remedies available to you within the IRS before a court will issue a declaratory judgment about your exempt status. This requirement means you must take all reasonable steps in a timely manner to secure a determination under IRS procedures, including providing the information we need to act on your request. If you fail to timely provide the requested information, you may lose your rights to obtain a declaratory judgment under Section 7428.

**Additional information**

If you have questions or need additional time to respond, call me at the number at the top of this letter. If you have concerns after speaking with me, you can call my supervisor Daniel Renner at 513-975-6554.



Awake Milwaukee Ltd.  
84-4590798

The Taxpayer Advocate Service (TAS) is an independent organization within the IRS that can help protect your taxpayer rights. TAS can offer you help if your tax problem is causing a hardship or you've tried but haven't been able to resolve your problem with the IRS. If you qualify for TAS assistance, which is always free, TAS will do everything possible to help you. Visit [taxpayeradvocate.irs.gov](http://taxpayeradvocate.irs.gov) or call 1-877-777-4778.

Sincerely,

*Marilyn Coleman*

Marilyn Coleman  
Exempt Organizations Specialist

Enclosure:  
Information Request

## Information Request First Request

### Information we need to make our determination

1. Include the following declaration with your response. The declaration must accompany responses per Revenue Procedure 2020-5. You can sign and date the statement below or copy it into the body of your signed response. It must be signed and dated by an officer, director, trustee, or other governing body member (not an authorized representative).

*Under penalties of perjury, I declare that I have examined this request, or this modification to the request, including accompanying documents, and, to the best of my knowledge and belief, the request or the modification contains all the relevant facts relating to the request, and such facts are true, correct, and complete.*

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

2. Please submit a complete copy of your original organizing document and any amendments that show proof of filing or adoption.
  - If you are a corporation, your Articles of Incorporation (and all amendments) must show proof of filing with your state of incorporation. We cannot accept a copy that only indicates it was sent to or received by the state.
  - If you are an unincorporated association, your Articles of Association, Constitution, or other creating document and any amendments must show the specific date they were adopted and must be signed by more than one person. You can submit a declaration or other evidence of adoption, signed and dated by at least two officers or directors, if an original signed copy is not available.
  - If you are a trust, your trust agreement and any amendments must be signed and dated by your trustee(s) and properly executed according to the laws of your state. The exact date and amount of funding should also be clearly indicated or submitted.

Note: If the language in your organizing document does not sufficiently limit your purposes to those specifically described in Section 501(c)(3) and permanently dedicate your assets to purposes specifically described in Section 501(c)(3) as required for tax exemption as an organization described under Section 501(c)(3) your organizing document must be amended.

3. Provide a more detailed description of your past, present, and future activities. In general, you should include:
  - a. What specific activities you conduct
  - b. Who participates in the activities
  - c. Where you conduct the activities
  - d. When or how often the activities occur
  - e. What fees, if any, are charged and how you determine them
  - f. What percentage of your time and resources you spend on the activities

Provide your actual revenues and expenses for each year you completed, and projections of your likely revenue and expenses for your current and future years for a total of 3 years of financial information.



5. Do you or will you engage in financial transactions (such as, loans, payments, or rents) with any of your donors or any entities they own or control? If so, provide a detailed description. (Don't include names of donors)
6. Your application indicated that you donate funds to or pay expenses for individuals. Provide the following about past, current, or future disbursements:
  - a. The purpose of the funds you distribute and how they are used by the individual recipients.
  - b. Your recipient selection process and criteria you use to determine recipients.
  - c. How you distribute the funds, and how you ensure they are used for their intended purpose.
  - d. Whether board members, their relatives, or members of the committee who select your recipients (or their relatives) are eligible to receive funds. If so, describe the safeguards you use to ensure you distribute the funds properly.

**How to submit the requested information (do's and don'ts)**

- **Don't include** any personal identifying information like bank account or social security numbers that could result in identity theft or other adverse consequences if publicly disclosed. If we approve your request, we're generally required by law to make your request and the information you submit in response to this letter available for public inspection. If you have questions about the public inspection of your request or other documents, please call me.
- **Do include** the following declaration with your response, signed by one of your principal officers or directors:

**Under penalties of perjury, I declare that I have examined this request, or this modification to the request, including accompanying documents, and to the best of my knowledge and belief, the request or modification contains all the relevant facts relating to the request, and such facts are true, correct, and complete.**

- **Do attach** a copy of the cover letter to your response. This enables us to quickly and accurately associate your response with your case file.
- **Do fax or mail** your response to:

**Fax:**  
855-268-1750  
ATT: Marilyn Coleman  
Room 6-403  
Group 7826

**US Mail:**  
Internal Revenue Service  
Exempt Organizations  
P. O. Box 2508  
Cincinnati, OH 45201  
ATT: Marilyn Coleman  
Room 6-403  
Group 7826

**Street Address (delivery service):**  
Internal Revenue Service  
Exempt Organizations  
550 Main Street  
Cincinnati, OH 45202  
ATT: Marilyn Coleman  
Room 6-403  
Group 7826

- **Don't provide** multiple copies of your response. Providing more than a single response may result in unnecessary delays in processing your response. We must process, assign, and review each piece of correspondence submitted (whether fax or mail).

Awake Milwaukee Ltd.  
84-4590798

- **Do allow** adequate processing time if you want to call to verify we received your response. If you fax your response, allow a minimum of three workdays from the day you fax it. If you mail your response, allow a minimum of seven workdays from the day you mail it.



Awake Milwaukee Ltd.  
James R. Cauley  
5020 N. Woodruff Avenue  
Whitefish Bay, WI 53217-5634  
Tel: 414 332-6201

May 2, 2020

Ms. Marilyn Coleman  
Exempt Organizations Specialist  
Department of the Treasury  
Internal Revenue Service - Tax Exempt and Government Entities  
PO Box 2508  
Cincinnati, OH 45201

Re: Awake Milwaukee Ltd.  
EIN: 84-4590798

Dear Ms. Coleman:

I am responding to your letter dated April 13, 2020 (copy enclosed) that requested further information related to the Form 1023EZ that I submitted for Awake Milwaukee Ltd. ("Awake"). I will respond to each of the six questions or requests in your letter below.

1. **Declaration under Perjury:** See the end of this letter for the Declaration.
2. **Please submit a complete copy of your original organizing document and any amendments that show proof of filing or adoption.**

Enclosed is a complete copy of the **Articles of Incorporation** that were received by the Wisconsin Department of Financial Institutions (WIDFI) on January 21, 2020 and filed by WIDFI on January 28, 2020. The copy includes the **Endorsement** of WIDFI showing these facts. There are no amendments to the Articles.

Also enclosed is **Certificate of Status** issued by the WIDFI on April 23, 2020 to confirm that Awake Milwaukee Ltd. is a corporation under the laws of Wisconsin and that its date of incorporation is January 21, 2020, the date upon which the Articles were received by WIDFI.

3. **Provide a more detailed description of your past, present, and future activities. In general, you should include:**
  - a. **What specific activities you conduct?**

Awake started as an unincorporated association in Milwaukee Wisconsin in approximately March 2019, when eleven people met to discuss their concerns with the crisis of sexual abuse of children and adults in the Catholic Church in the Milwaukee

Archdiocese and the failure of Church leadership to address these issues. Since then various members of this Leadership Team, with other supporters, have conducted the following activities:

- 1) Created a website. See <https://awakemilwaukee.org/>.
- 2) Wrote an Open Letter to Survivors to apologize for the sexual abuse and mistreatment by the Catholic Church. The letter has been signed by more than 271 persons to date, and the list of signers continues to grow. See <https://awakemilwaukee.org/theletter/>. Over 166 persons in the Milwaukee Archdiocese have signed, and over 105 people in other parts of the country have signed. Signers include current and former members of the Catholic Church, clergy and others. The letter has received very positive reactions from victim/survivors of sexual abuse throughout the country.
- 3) Created a Facebook page for Awake, upon which posts are made daily from Monday through Friday relating to activities of Awake or articles and news related to the twin crises of sexual abuse and leadership failure in the Catholic Church. See <https://www.facebook.com/awakemke/>.
- 4) Published sixteen articles in 2020 on the Awake Milwaukee blog written by Awake leaders or other supporters on various aspects of the sex abuse crisis and leadership failure in the Catholic Church. See <https://awakemilwaukee.org/blog/>. Additional articles are in progress.
- 5) Conducted approximately 15 Leadership Team meetings to formulate plans, activities and strategies for Awake. The last couple of meetings have been Zoom video conference meetings.
- 6) Conducted approximately 11 Discussion Groups, which consist of three separate facilitated meetings by a small group to explore spiritual and social issues related to sexual abuse in the Catholic Church and the failure of leadership. These groups read various reports and documents, share observations and concerns, and identify potential actions to address these issues in the Church. Another Discussion Group will start next week in a Zoom video conference format.
- 7) Conducted approximately nine Community Gatherings, which consist of two-hour facilitated meetings to discuss the issues of sexual abuse and failure of leadership in the Church. Plans for another virtual Community Gathering are being made.
- 8) Attended meetings in Catholic parishes of groups concerned with the sexual abuse and leadership failure issues. These meetings have included deacons, pastors, a bishop and other church leaders or members in various parishes around Milwaukee. Some meetings have included a viewing of the movie *Spotlight* about the exposure of the



sexual abuse crisis in the Boston Archdiocese of the Catholic Church or presentations by a bishop and leaders of the Archdiocese of Milwaukee.

**9)** Prepared bi-weekly prayers addressed to the issues of sexual abuse and leadership failure in the Church.

**10)** Met with or interviewed many different people, including victim/survivors of sexual abuse in the Catholic Church, as well as pastors, priests, and deacons in individual parishes, retired clergy, experts in public health, psychology, canon law, local church history and other pertinent topics.

**11)** Met with or connected with other groups that have formed in other Catholic dioceses throughout the country to address the issues of sexual abuse and leadership failure in the Church so that we can learn how they are addressing issues and promoting best practices to help the Church address these issues.

For example, after various telephone and email communications, a group attended a Healing Circle and Mass of Atonement in the Archdiocese of Chicago. We met with victim/survivors of abuse from various states, as well as the Chicago Director of Victim Assistance. Awake's leader was interviewed by Chicago media. We also visited the Healing Garden that was built at a parish church for victim/survivors in the Archdiocese of Chicago.

Two members of our Leadership Team attended a Restorative Justice Conference sponsored by the Archdiocese of St. Paul-Minneapolis (a) to hear presentations by representatives of the Ramsey County Attorneys Office that brought civil and criminal charges against the Archdiocese of St. Paul-Minneapolis, which were resolved with a Settlement Agreement that required a five-year audited reform plan to achieve complete cultural change, (b) to participate in the conference and to hear presentations by their Archbishop and church leaders who are responsible for preventing sexual abuse in that Archdiocese and who are trying to implement the cultural change, and (c) to participate in restorative justice activities led by retired Wisconsin Supreme Court Justice Janine Geske. See the blog article resulting from these meetings at <https://awakemilwaukee.org/2020/02/18/5-takeaways-from-the-restorative-justice-and-reconciliation-conference-in-the-twin-cities/>.

**12)** Researched and prepared a set of questions on 35 topics that our Advocacy Team submitted to the Archdiocese of Milwaukee regarding our concerns with how the Archdiocese has addressed the sexual abuse crisis and leadership failures. The Awake Advocacy team has met personally with senior leaders of the Archdiocese and received answers, in part, to questions on approximately 20 topics. The next meeting will be scheduled after the COVID 19 Stay-at-Home order is lifted in Wisconsin. Awake posts the responses from the Archdiocese on its website and other communications. See <https://awakemilwaukee.org/2020/03/31/awake-questions-update-the-archdiocese->

explains-the-community-advisory-board/, for an example. The Advocacy Working Group is now systematically researching best practices in other dioceses and organizations in order to define and advocate for specific improvements that the Archdiocese of Milwaukee can implement.

**13)** Attended presentation and discussion on Trauma and Healing to improve our understanding of the issues of sexual abuse. Awake has also initiated contact with another organization in Milwaukee, SWIM, that focuses on dealing with issues of trauma.

**14)** The Awake Milwaukee Leadership Team held a Strategic Planning Retreat in December 2019 to develop more formal strategies and action plans. This resulted in the formation of various working groups, including **Board/Corporate Governance** to legally organize Awake Milwaukee as a non-profit corporation, **Advocacy, Community Events, Education, Parish Connection, Prayer and Spirituality, Walking with Survivors, Diversity and Inclusion, and Public Relations**. Then in January 2020, a larger group of key supporters met with the Leadership Team to review these plans, gather additional input, and to form specific Working Groups to support the on-going work.

**15)** The Governance Working Group assigned to explore establishing a non-stock corporation that would apply for a 501(c)(3) determination letter met approximately four times to explore options, and met with Marquette University Law School M-LINC clinic to receive legal advice on the various steps. I serve as a volunteer attorney with the M-LINC clinic and have provided free legal services to incorporate the Awake organization and to apply for a 501(c)(3) determination and other state-required approvals. The Articles of Incorporation, Bylaws, Conflict of Interest Policy and Questionnaire were drafted, reviewed and revised several times, and adopted by the Board of Directors. The Articles were filed to incorporate Awake as a Wisconsin non-stock corporation. The Board of Directors adopted the initial organizing resolutions.

**16)** The other Working Groups have planned and held in-person and ZOOM meetings to pursue the objectives established for each team. All of these other Working Groups include other supporters of Awake beyond the members of the Leadership Team.

**b. Who participates in the activities?**

The eleven members of the Leadership Team participate in the activities along with over 200 other persons who have participated in one of more of the activities listed above. The participants generally have had some form of affiliation with the Catholic Church, as current or past parishioners, and have a strong interest in preventing sexual abuse of children and adults in the Church and in promoting actions to heal the harm caused to many individuals and to the Church as a whole. Individuals include victim/survivors of abuse, family members of victim/survivors, current and retired clergy, current and past lay ministers in the Church, and other interested lay persons. Awake has received strong support from victim/survivors who have seen the work of Awake. One abuse survivor who met with the Awake team said



that last year was the first time, in almost 30 years of suffering and advocacy, that she has been in a room of Catholics and felt that they were with her, not against her.

**c. Where do you conduct the activities?**

Awake conducts its activities in the homes of members, parish church meeting rooms, public library meeting rooms, meeting rooms at the Milwaukee Catholic Home for senior citizens, coffee shops, on-line in social media, Zoom on-line video/audio meetings, and for formal meetings with Archdiocese officials in meeting rooms at the Archdiocese offices.

**d. When or how often the activities occur?**

The activities are scheduled at various different times and days. For the most part, meetings are scheduled in the evening because many members of the Leadership Team have day-time jobs. However, meetings and activities are also scheduled during the day to accommodate the schedules of people who work in the evening or prefer a day-time meeting. Also, meetings to interview and meet with various experts and victim-survivors often occur during the day and in public spaces where victim-survivors are comfortable.

**e. What fees, if any, are charged and how you determine them?**

Awake has not charged any fees for any person to participate in any activities. All activities have been free to all persons. Awake does not plan to charge any fees.

**f. What percentage of your time and resources you spend on the activities?**

The Leadership Team of Awake spends significant time dedicated to the work of Awake. The founder spends approximately 30 to 50 hours per week on Awake activities. I spend 5 to 30 hours per week, depending on the needs and assignments I am working on. Other members of the Leadership Team spend 1 to 30 hours per week. In terms of resources, members of the Leadership Team have donated the resources needed to conduct activities so far. These donations have included the fees to set up a website, obtain licenses for video meetings, the fees to incorporate Awake and submit the 1023EZ Form, office supplies for meetings, printing expenses, food and beverages for refreshments at meetings. Awake has conducted no formal fund-raising to date, and individual supporters have donated the money, resources and time for all activities so far.

**4. Provide your actual revenues and expenses for each year you completed, and projections of your likely revenue and expenses for your current and future years for a total of 3 years of financial information.**

Awake has simply relied upon donations for its various needs to date. Individual members of the Leadership Team and supporters of Awake have donated the following costs for creating

the website, printing, renting a meeting room, office supplies filing for incorporation and submitting the 1023EZ Form and related expenses.

Website Hosting - Annual Fee	WordPress	\$60.00
Printing: 1000 Business Cards	Vistaprint	\$64.76
Catholic Home Rental for Community Gathering	Catholic Home	\$75.00
Printing: Discussion Group Guide	Office Depot	\$9.28
Printing: Discussion Group Guide	Office Depot	\$5.49
Office Supplies for Community Gatherings	Office Depot	\$17.54
Printing: Awake Flyers and Information Sheets	Office Depot	\$40.11
Printing: Discussion Group Guide, Info Sheets	Office Depot	\$18.63
Zoom Monthly Fee	Zoom	\$15.81
Zoom Monthly Fee	Zoom	\$15.81
Incorporation Fee	Wisconsin DFI	\$35.00
Application Fee for 501(c)(3) determination	IRS	\$275.00
Certificate of Corporate Status needed for IRS 501c3	Wisconsin DFI	\$10.00
<b>Total</b>		<b>\$642.43</b>

However, this account does not include the many other in-kind donations of beverages and food for meetings, other office supplies, travel and hotel expenses for attending the Restorative Justice Conference in St. Paul, MN, and other items that were not formally tracked.

Following is the estimated budget, subject to change depending on actual fund-raising success and evolving needs, specific quotes not yet obtained, as well as Board oversight:

	2020	2021	2022
<b>Income</b>			
Donations	5000	10,000	15,000
<b>Expenses</b>			
Executive Director stipend	(3000)	(5,000)	(10,000)
Info Technology, software licenses & fees	(500)	(1000)	(1000)
Professional Development & Conferences	(500)	(1000)	(1000)
Office Supplies, Insurance & Administrative Expense, Printing	(1000)	(2000)	(2000)
Social Media & Print Advertising for Activities	0	(500)	(500)
Fundraising	0	(500)	(500)



5. **Do you or will you engage in financial transactions (such as loans, payments, or rents) with any donors or any entities they own or control? If so, provide a detailed description? (Don't include the names of donors.)**

Awake has not engaged in any financial transactions (such as rent, loans, or payments) with any donors or any entities that they own or control. Awake does not plan to engage in any financial transactions with donors other than reimbursement of future out-of-pocket expenses for approved items for an activity, such as printing expense or office supplies, when required for an approved activity. However, if fundraising is successful, the Awake Board is likely to approve a stipend, as noted above in the budget, for an Executive Director who dedicates a substantial amount of time to Awake. The Awake Board of Directors is and will be completely independent of this person. No director or officer of Awake is related in any way to the potential executive director or her family.

6. **Your application indicated that you donate funds to or pay expense for individuals. Provide the following about past, current, or future disbursements:**

- a. **The purpose of the funds you distribute and how they are used by the individual recipients.**

Awake has not donated any funds to or paid any expense for individuals to date. In the future, Awake would intend to spread the burden of supporting a growing organization by paying for out-of-pocket expenses incurred for approved activities, such as refreshments for a Community Gathering, conference expenses, administrative supplies or printing expenses. The leader of Awake currently coordinates the plans for all Working Groups. The Awake Board of Directors anticipates that she would serve as an Executive Director with some compensation if fundraising would support this payment.

- b. **Your recipient selection process and criteria you use to determine recipients.**

Awake has no current plan to select recipients for any special grants. The current plans involve the continued promotion of Awake activities and coordination of all Working Groups by a person who would serve as an Executive Director.

- c. **How you distribute the funds, and how you ensure they are used for their intended purpose.**

Funds would only be distributed for approved and documented expenses for planned activities. Full documentation would be required. The Awake Board will review finances in detail on a regular basis.

The Awake Board intends to follow best practices for proper conduct, transparency and accountability in the oversight of a non-profit. I serve as the Secretary and Director of

Awake. I have also taught Continuing Legal Education programs at Marquette Law School for proper corporate governance of 501(c)(3) non-profits and will provide on-going training on best practices for non-profit compliance to the Awake Board of Directors, Officers and Leadership Team, so that all funds are used for proper, approved purposes.

- d. **Whether board members, their relatives, or members of the committee who select your recipients (or their relatives) are eligible to receive funds. If so, describe the safeguards you use to ensure you distribute the funds properly.**

The person who would most likely serve as Executive Director is not a director or officer or related to any director or officer. The person who would serve as Executive Director would be required to have a background in Catholic Parish lay ministry, combined with experience in theology, community building and communications. Compensation would not exceed compensation for similar service for other non-profit organizations of similar size and complexity.

Board members may receive reimbursement only for documented out-of-pocket expenses incurred for planned activities. These may include reimbursement for printing, refreshments or similar expenses that are not paid directly by Awake. Full documented receipts would be required. The Board of Directors serves without any compensation for services.

I trust that these responses adequately address your questions. If you have any further questions, please let me know.

**Declaration under Perjury:** Under penalties of perjury, I declare that I have examined this request, or this modification to the request, including accompanying documents, and, to the best of my knowledge and belief, the request or the modification contains all the relevant facts relating to the request, and such facts are true, correct, and complete.

James R. Cauley      May 2, 2020

**Signature** James R. Cauley

**Date**

Director and Secretary

Attorney -- Wisconsin State Bar No. 1003400

**Enclosures:**

1. Department of Treasury, Internal Revenue Service letter dated April 13, 2020
2. Articles of Incorporation for Awake Milwaukee Ltd. with Endorsement by Wisconsin Department of Financial Institutions
3. Certificate of Corporate Status from the Wisconsin Department of Financial Institutions



United States of America  
State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

Division of Corporate & Consumer Services



To All to Whom These Presents Shall Come, Greeting:

I, Patti Epstein, Administrator of the Division of Corporate and Consumer Services, Department of Financial Institutions, do hereby certify that

**AWAKE MILWAUKEE LTD.**

is a domestic corporation or a domestic limited liability company organized under the laws of this state and that its date of incorporation or organization is January 21, 2020.

I further certify that said corporation or limited liability company has not yet completed its initial report year and, accordingly, has not yet filed an annual report under ss. 180.1622, 180.1921, 181.1622 or 183.0120 Wis. Stats., and that said corporation or limited liability company has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on April 23, 2020.

A handwritten signature in cursive script that reads "Patti Epstein".

PATTI EPSTEIN, Administrator  
Division of Corporate and Consumer Services  
Department of Financial Institutions



DFI/Corp/33

**To validate the authenticity of this certificate**

Visit this web address: <http://www.wdfi.org/apps/ccs/verify/>

Enter this code: **265756-FDEA8DD5**



For Office



**State of Wisconsin**  
**Department of Financial Institutions**

***Endorsement***

**ARTICLES OF INCORPORATION**

**AWAKE MILWAUKEE LTD.**

**Received Date: 1/21/2020**

**Filed Date: 1/28/2020**

**Filing Fee: \$35.00**

**Entity ID#: A091721**

**Total Fee: \$35.00**



ARTICLES OF INCORPORATION  
of  
AWAKE MILWAUKEE LTD.

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For the purpose of forming a corporation under the Wisconsin Nonstock Corporation Law, Chapter 181 of the Wisconsin Statutes, the undersigned adopts the following Articles of Incorporation.

**ARTICLE I**  
Name

The name of the Corporation is Awake Milwaukee Ltd. (the "Corporation").

**ARTICLE II**  
Purposes

The Corporation is organized and operated exclusively for charitable, educational, and religious purposes; to engage in activities related to the aforementioned purposes; to invest in, receive, hold, use, and dispose of property as may be necessary or desirable to carry into effect the aforementioned purposes; provided, however, that all of the above purposes are within the meaning of section 501(c) (3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law.

**ARTICLE III**  
Powers

The Corporation shall have all powers now or in the future given by law to nonstock corporations organized under the laws of Wisconsin; provided, however, that such powers may be exercised only to further the purposes stated in Article II above, and further provide that:

- A. No part of the net earnings of the Corporation shall inure to the benefit of any private individual, except that the Corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of its purposes stated in Article II above;
- B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the Corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Internal Revenue Code of 1986, as amended.
- C. The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office; and

- D. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code.

At any time when the Corporation is or becomes a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code and Section 181.0320 of the Wisconsin Statutes, the following additional limitations on the Corporation's activities shall apply:

- A. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.
- B. The Corporation shall not engage in any act of self-dealing as defined by Section 4941(d) of the Internal Revenue Code.
- C. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.
- D. The Corporation shall not make any investments in such manner as to subject it to the tax under Section 4944 of the Internal Revenue Code.
- E. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

**ARTICLE IV**  
**Members**

The Corporation shall have no members.

**ARTICLE V**  
**Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors constituting the initial board shall be three (3); thereafter, the number and manner of election or appointment of Directors and their terms of office shall be as provided in the Bylaws; but the number of Directors shall not be less than three (3). The initial Directors shall serve until their successors are elected pursuant to the Bylaws of the Corporation.

An action required or permitted to be taken at a meeting of the Board of Directors may be taken without a meeting if a consent in writing setting forth the action is signed by at least two-thirds of the Directors then in office.



**ARTICLE VI**  
**Dissolution and Liquidation**

The Corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided in the Wisconsin Statutes. In the event of dissolution of the Corporation, no liquidating or other dividends and no distribution of property owned by the Corporation shall be declared or paid to any private individual.

Upon the dissolution of the Corporation, the Board of Directors shall,

- A. after paying or making provision for the payment of all of the liabilities of the Corporation,
- B. dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, as the Board of Directors shall determine.

**ARTICLE VII**  
**Amendment**

These articles may be amended in the manner now or hereafter provided in the Wisconsin Statutes.

**ARTICLE VIII**  
**Miscellaneous**

The principal office of the Corporation is in the Village of Whitefish Bay, County of Milwaukee, State of Wisconsin and its mailing address is 5020 N. Woodruff Ave., Whitefish Bay, WI 53217.

The name and address of the Registered Agent of the Corporation are James R. Cauley, 5020 N. Woodruff Ave., Whitefish Bay, WI 53217.

The names and addresses of the persons constituting the initial Board of Directors are:  
James R. Cauley, 5020 N. Woodruff Ave., Whitefish Bay, WI 53217;  
Elizabeth M. Zimmer, 4543 N. Larkin St., Shorewood, WI 53211; and  
Jeri Vondenbosch, 611 N 20<sup>th</sup> St., Apt. 306, Milwaukee, WI 53233.

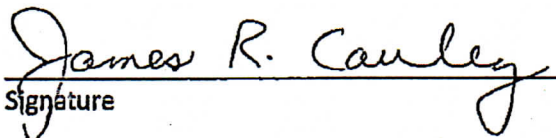
The name and address of the incorporator are James R. Cauley, 5020 N. Woodruff Avenue, Whitefish Bay, WI 53217-5634.

These articles shall be recorded in Dane County, Wisconsin.

**ARTICLE IX**  
**Permitted Distributions**

The Corporation is not authorized to make distributions under Section 181.1302(4). The Bylaws of the Corporation may provide that the Corporation is authorized to make distributions under Section 181.1302(3) of the Wisconsin Statutes.

IN WITNESS WHEREOF, I execute these Articles in duplicate (2) this 20 day of January, 2020.

  
Signature

James R. Cauley  
Print Name

This instrument was prepared by and after recording is to be returned to:

James R. Cauley  
5020 N. Woodruff Avenue  
Whitefish Bay, WI 53217-5634