

# Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Department of the Treasury  
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.  
Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

2024

Open to Public  
Inspection

A For the 2024 calendar year, or tax year beginning		, 2024, and ending		, 20																			
<b>B</b> Check if applicable: <table border="0" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 15%;"><input type="checkbox"/> Address change</td> <td style="width: 15%;"><b>C</b></td> <td style="width: 15%;"><b>D</b> Employer identification number</td> </tr> <tr> <td><input type="checkbox"/> Name change</td> <td>ALL OUT ACTION FUND, INC.</td> <td>45-2451509</td> </tr> <tr> <td><input type="checkbox"/> Initial return</td> <td>169 MADISON AVENUE #11089</td> <td></td> </tr> <tr> <td><input type="checkbox"/> Final return/terminated</td> <td>NEW YORK, NY 10016</td> <td></td> </tr> <tr> <td><input type="checkbox"/> Amended return</td> <td></td> <td></td> </tr> <tr> <td><input type="checkbox"/> Application pending</td> <td></td> <td></td> </tr> </table>		<input type="checkbox"/> Address change	<b>C</b>	<b>D</b> Employer identification number	<input type="checkbox"/> Name change	ALL OUT ACTION FUND, INC.	45-2451509	<input type="checkbox"/> Initial return	169 MADISON AVENUE #11089		<input type="checkbox"/> Final return/terminated	NEW YORK, NY 10016		<input type="checkbox"/> Amended return			<input type="checkbox"/> Application pending			<b>E</b> Telephone number (347) 201-0985			
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		<b>F</b> Name and address of principal officer: MATTHEW BEARD <b>SAME AS C ABOVE</b>		<b>G</b> Gross receipts \$ 2,559,209.																			
				<b>H(a)</b> Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b)</b> Are all subordinates included? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(c)</b> Group exemption number																			
<b>I</b> Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( 4 ) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527																							
<b>J</b> Website: WWW.ALLOUT.ORG																							
<b>K</b> Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other				<b>L</b> Year of formation: 2011 <b>M</b> State of legal domicile: NY																			
<b>Part I</b> <b>Summary</b>																							
<b>Activities &amp; Governance</b>	1 Briefly describe the organization's mission or most significant activities: <u>SEE SCHEDULE O</u>																						
<b>Revenue</b>	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.																						
<b>Expenses</b>	3 Number of voting members of the governing body (Part VI, line 1a) .....																						
	3 12																						
	4 11																						
	5 6																						
	6 0																						
	7a 0.																						
	7b 0.																						
	Prior Year 2,485,415. Current Year 2,559,746.																						
	8 Contributions and grants (Part VIII, line 1h) .....																						
	9 Program service revenue (Part VIII, line 2g) .....																						
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) .....																						
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) .....																						
12 Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12) .....																							
<b>Net Assets or Fund Balances</b>	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) .....																						
	247,255.																						
	14 Benefits paid to or for members (Part IX, column (A), line 4) .....																						
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) .....																						
	867,068. 884,115.																						
	16a Professional fundraising fees (Part IX, column (A), line 11e) .....																						
	b Total fundraising expenses (Part IX, column (D), line 25) 326,885.																						
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) .....																						
	1,837,862. 2,088,882.																						
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) .....																						
	2,952,185. 2,972,997.																						
19 Revenue less expenses. Subtract line 18 from line 12 .....																							
-461,039. -413,788.																							
Beginning of Current Year 1,782,564. 1,381,675.																							
21 Total liabilities (Part X, line 26) .....																							
24,509. 37,408.																							
22 Net assets or fund balances. Subtract line 21 from line 20 .....																							
1,758,055. 1,344,267.																							

**Part II** **Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

<b>Sign Here</b>	Signature of officer		Date	
	MATTHEW BEARD		EXECUTIVE DIR.	
Type or print name and title				
<b>Paid Preparer Use Only</b>	Preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed
	M. CARLINE LOGERIE, CPA	M. Carline Logerie, CPA	11/17/25	PTIN P01387821
	Firm's name	GRUBER PALUMBERI RAFFAELE FRIED, CPAS, P.C.		
Firm's address	7 PENN PLAZA SUITE 310 NEW YORK, NY 10001			Firm's EIN 13-2696850
				Phone no. (212) 586-0800

May the IRS discuss this return with the preparer shown above? See instructions  Yes  No

**Part III Statement of Program Service Accomplishments**Check if Schedule O contains a response or note to any line in this Part III ..... 1 Briefly describe the organization's mission:

SEE SCHEDULE O

2 Did the organization undertake any significant program services during the year which were not listed on the priorForm 990 or 990-EZ? .....  Yes  No

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

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

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

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

4a (Code: \_\_\_\_\_) (Expenses \$ 1,234,352. including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

ALL OUT INCLUDES ALL THE SUPPORTING ACTIVITY FOR ALL OUT'S CAMPAIGNS. THIS INCLUDES STAFF, CONSULTANT AND SUPPORTER RECRUITMENT, PLATFORM DESIGN, REDESIGN AND MAINTENANCE, TIME SPENT IN CAMPAIGN STRATEGIZING, PARTNER BUILDING, RESEARCH, PARTNER OUTREACH, AND ALL OTHER ACTIVITY SUPPORTING THE WORK OF INDIVIDUAL CAMPAIGNS AND PROGRAMS.

4b (Code: \_\_\_\_\_) (Expenses \$ 516,327. including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

GRASSROOTS LOBBYING PROGRAMS INCLUDE GLOBAL PRESSURE CAMPAIGNS THAT NORMALLY START AS ONLINE PETITIONS DIRECTED AT DECISION MAKERS FOR LEGISLATIVE CHANGE, INCLUDING MEMBER GENERATED PETITIONS DIRECTED AT DECISION MAKERS FOR LEGISLATIVE CHANGE.

4c (Code: \_\_\_\_\_) (Expenses \$ 349,446. including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

EDUCATION CAMPAIGNS INCLUDE ALL CAMPAIGNS USING SEVERAL TACTICS - GLOBAL PRESSURE, MEDIA WORK, OFFLINE ACTIONS, ETC... THESE CAMPAIGNS ARE NORMALLY LAUNCHED TO SHED LIGHT ON A PARTICULAR ISSUE, EDUCATE OR RALLY SUPPORTERS TO SIGN PETITIONS OR TAKE ACTION IN ORDER TO SAVE LIVES, PRESSURE CORPORATE ENTITIES, ASK GOVERNMENTS OR AGENCIES TO ADDRESS CERTAIN ISSUES OF INEQUALITY, AND OTHER GLOBAL PRESSURE TACTICS THAT DON'T INCLUDE LEGISLATIVE CHANGE (IE: LOBBYING), INCLUDING OUR MEMBER GENERATED PETITIONS THAT DON'T INCLUDE LEGISLATIVE CHANGE.

4d Other program services (Describe on Schedule O.)

SEE SCHEDULE O

(Expenses \$ 364,850. including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

4e Total program service expenses

2,464,975.

**Part IV Checklist of Required Schedules**

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

**Part IV Checklist of Required Schedules (continued)**

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

**Part V Statements Regarding Other IRS Filings and Tax Compliance**Check if Schedule O contains a response or note to any line in this Part V..... 

	<b>Yes</b>	<b>No</b>
<b>1a</b> Enter the number reported in box 3 of Form 1096. Enter -0- if not applicable.....	<b>1a</b>	2
<b>b</b> Enter the number of Forms W-2G included on line 1a. Enter -0- if not applicable.....	<b>1b</b>	0
<b>c</b> Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?.....	<b>1c</b>	

**Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)**

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

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

Check if Schedule O contains a response or note to any line in this Part VI. ....

### Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year. .... If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.	12	
1b	Enter the number of voting members included on line 1a, above, who are independent. ....	11	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? ....		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person? ....		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? ....		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets? ....		X
6	Did the organization have members or stockholders? ....		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? ....		X
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? ....		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body? ....		
b	Each committee with authority to act on behalf of the governing body? ....		
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O. ....		

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

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

### Section C. Disclosure

17	List the states with which a copy of this Form 990 is required to be filed	NY
18	Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.	
	<input checked="" type="checkbox"/> Own website	<input checked="" type="checkbox"/> Another's website
	<input checked="" type="checkbox"/> Upon request	<input type="checkbox"/> Other (explain on Schedule O)
19	Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year. .... SEE SCHEDULE O	
20	State the name, address, and telephone number of the person who possesses the organization's books and records.	

THE ORGANIZATION 83-10 35TH AVE., APT. 2U QUEENS NY 11372 917-669-7651

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response or note to any line in this Part VII. ....

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

• List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

• List all of the organization's **current** key employees, if any. See the instructions for definition of "key employee."

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (box 5 of Form W-2, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) of more than \$100,000 from the organization and any related organizations.

• List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

• List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)				(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations	
		Individual trustee or director	Institutional trustee	Officer	Key employee				
(1) MATTHEW BEARD EXECUTIVE DIR.	40 0			X			193,894.	0.	0.
(2) MARIANA RIBEIRO BOARD MEMBER	0.5 0		X				0.	0.	0.
(3) ALEX COCCIA BOARD MEMBER	0.5 0		X				0.	0.	0.
(4) FERNANDA HOPENHAYM CABRERA BOARD MEMBER	0.5 0		X				0.	0.	0.
(5) STEPHEN FRIEDMAN PRESIDENT	1 0		X	X			0.	0.	0.
(6) WERONIKA PASZEWSKA BOARD MEMBER	0.5 0		X				0.	0.	0.
(7) AKUDO NZUBECHI OGUA GHAMBBA BOARD MEMBER	0.5 0		X				0.	0.	0.
(8) GLORIA MUTYABA BOARD MEMBER	0.5 0		X				0.	0.	0.
(9) JULIET NNEDIMA ULANMO BOARD MEMBER	0.5 0		X				0.	0.	0.
(10) SALMAN ALDUKHEIL VICE PRESIDENT	1 0		X	X			0.	0.	0.
(11) KATE STAFF TREASURER	1 0		X	X			0.	0.	0.
(12) HANNAH LOWNSBROUGH BOARD MEMBER	0.5 0		X				0.	0.	0.
(13) SARAH MUNRO BOARD MEMBER	0.5 0		X				0.	0.	0.
(14)									

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)			(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Former Officer or director	Individual trustee or director	Institutional trustee			
(15)							
(16)							
(17)							
(18)							
(19)							
(20)							
(21)							
(22)							
(23)							
(24)							
(25)							

1b Subtotal ..... 193,894. 0. 0.

c Total from continuation sheets to Part VII, Section A ..... 0. 0. 0.

d Total (add lines 1b and 1c) ..... 193,894. 0. 0.

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

	Yes	No
3 Did the organization list any <b>former</b> officer, director, trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual.	3	X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual.	4	X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person.	5	X

**Section B. Independent Contractors**

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

(A) Name and business address	(B) Description of services	(C) Compensation
DEVELOPER SOCIETY UNIT 422 THE GREEN HOUSE BIRMINGHAM, EUROPE B9 4DP	PROFESSIONAL SVC	162,566.

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

**Part VIII Statement of Revenue**Check if Schedule O contains a response or note to any line in this Part VIII ..... 

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
<b>Contributions, Gifts, Grants, and Other Similar Amounts</b>	<b>1a</b> Federated campaigns .....	<b>1a</b>			
	<b>b</b> Membership dues.....	<b>1b</b>			
	<b>c</b> Fundraising events.....	<b>1c</b>			
	<b>d</b> Related organizations .....	<b>1d</b>			
	<b>e</b> Government grants (contributions) .....	<b>1e</b>			
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above .....	<b>1f</b> 2,559,746.			
	<b>g</b> Noncash contributions included in lines 1a-1f.....	<b>1g</b>			
	<b>h Total.</b> Add lines 1a-1f.....		2,559,746.		
<b>Program Service Revenue</b>		<b>Business Code</b>			
	<b>2a</b> -----				
	<b>b</b> -----				
	<b>c</b> -----				
	<b>d</b> -----				
	<b>e</b> -----				
	<b>f</b> All other program service revenue.....				
	<b>g Total.</b> Add lines 2a-2f.....				
	<b>3</b> Investment income (including dividends, interest, and other similar amounts) .....		75.		75.
	<b>4</b> Income from investment of tax-exempt bond proceeds				
	<b>5</b> Royalties.....				
	<b>6a</b> Gross rents .....	(i) Real	(ii) Personal		
	<b>6b</b>				
	<b>6c</b>				
	<b>d</b> Net rental income or (loss).....				
	<b>7a</b> Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other		
	<b>b</b> Less: cost or other basis and sales expenses				
	<b>c</b> Gain or (loss).....				
	<b>d</b> Net gain or (loss).....				
	<b>8a</b> Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18 .....				
	<b>8b</b>				
	<b>b</b> Less: direct expenses.....				
	<b>c</b> Net income or (loss) from fundraising events .....				
	<b>9a</b> Gross income from gaming activities. See Part IV, line 19 .....				
	<b>b</b> Less: direct expenses.....				
	<b>c</b> Net income or (loss) from gaming activities.....				
	<b>10a</b> Gross sales of inventory, less..... returns and allowances.....				
	<b>b</b> Less: cost of goods sold....				
	<b>c</b> Net income or (loss) from sales of inventory.....				
<b>Other Revenue</b>		<b>Business Code</b>			
	<b>11a</b> FOREIGN CCY TRANSL ADJ	900099	25,359.	25,359.	
	<b>b</b> OTHER INCOME	454110	1,950.	1,950.	
	<b>c</b> FOREIGN EXCHANGE (LOSSES)	900099	-27,921.	-27,921.	
	<b>d</b> All other revenue .....				
	<b>e Total.</b> Add lines 11a-11d .....		-612.		
	<b>12 Total revenue.</b> See instructions.....		2,559,209.	-612.	0.
					75.

**Part IX Statement of Functional Expenses**

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

Check if Schedule O contains a response or note to any line in this Part IX.  X

<b>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</b>	<b>(A)</b> Total expenses	<b>(B)</b> Program service expenses	<b>(C)</b> Management and general expenses	<b>(D)</b> Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21.....				
2 Grants and other assistance to domestic individuals. See Part IV, line 22 .....				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members .....				
5 Compensation of current officers, directors, trustees, and key employees .....	193,894.	141,553.	18,356.	33,985.
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).....	0.	0.	0.	0.
7 Other salaries and wages .....	520,843.	398,639.	31,390.	90,814.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).....				
9 Other employee benefits .....	126,253.	96,974.	6,525.	22,754.
10 Payroll taxes .....	43,125.	33,124.	2,229.	7,772.
11 Fees for services (nonemployees):				
a Management .....				
b Legal .....				
c Accounting.....				
d Lobbying.....				
e Professional fundraising services. See Part IV, line 17 .....				
f Investment management fees .....				
g Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Schedule O SCH O.....	0	685,859.	475,514.	106,406.
12 Advertising and promotion.....				
13 Office expenses .....	12,113.	12,113.		
14 Information technology.....				
15 Royalties.....				
16 Occupancy.....	28,631.	27,573.	310.	748.
17 Travel.....	60,720.	49,438.	8,679.	2,603.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.....				
19 Conferences, conventions, and meetings.....				
20 Interest.....				
21 Payments to affiliates.....				
22 Depreciation, depletion, and amortization .....	34,791.	34,791.		
23 Insurance.....	7,140.	2,020.	5,120.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.).....				
a <u>CAMPAIGN EXPENSES &amp; MATERIALS</u> .....	534,318.	531,881.		2,437.
b <u>SUPPORTER ENGAGEMENT</u> .....	448,900.	387,067.		61,833.
c <u>WEBSITE DEVELOPMENT &amp; MAINTENANCE</u> .....	200,363.	198,241.	2,122.	
d <u>SPONSORSHIP, FILING &amp; PROCESS</u> .....	76,047.	76,047.		
e All other expenses.....				
25 Total functional expenses. Add lines 1 through 24e.....	2,972,997.	2,464,975.	181,137.	326,885.
26 <b>Joint costs.</b> Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).....				

**Part X Balance Sheet**Check if Schedule O contains a response or note to any line in this Part X 

		<b>(A)</b> Beginning of year	<b>(B)</b> End of year
	<b>Assets</b>		
1	Cash – non-interest-bearing.....	519,211.	1 445,452.
2	Savings and temporary cash investments.....	122,526.	2 368,690.
3	Pledges and grants receivable, net.....	131,981.	3 8,268.
4	Accounts receivable, net .....	4	
5	Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons .....	5	
6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B) .....	6	
7	Notes and loans receivable, net.....	7	
8	Inventories for sale or use.....	8	
9	Prepaid expenses and deferred charges.....	29,663.	9 27,201.
10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D.....	10a 2,128.	
b	Less: accumulated depreciation.....	10b 2,128.	10c
11	Investments – publicly traded securities.....		11
12	Investments – other securities. See Part IV, line 11.....		12
13	Investments – program-related. See Part IV, line 11.....		13
14	Intangible assets.....	70,947.	14 36,156.
15	Other assets. See Part IV, line 11.....	908,236.	15 495,908.
16	<b>Total assets.</b> Add lines 1 through 15 (must equal line 33).....	1,782,564.	16 1,381,675.
	<b>Liabilities</b>		
17	Accounts payable and accrued expenses.....	24,509.	17 37,408.
18	Grants payable .....		18
19	Deferred revenue .....		19
20	Tax-exempt bond liabilities.....		20
21	Escrow or custodial account liability. Complete Part IV of Schedule D.....		21
22	Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons .....		22
23	Secured mortgages and notes payable to unrelated third parties.....		23
24	Unsecured notes and loans payable to unrelated third parties.....		24
25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.....		25
26	<b>Total liabilities.</b> Add lines 17 through 25.....	24,509.	26 37,408.
	<b>Net Assets or Fund Balances</b>		
	<b>Organizations that follow FASB ASC 958, check here and complete lines 27, 28, 32, and 33.</b>	<input checked="" type="checkbox"/>	
27	Net assets without donor restrictions.....	1,087,757.	27 823,045.
28	Net assets with donor restrictions.....	670,298.	28 521,222.
	<b>Organizations that do not follow FASB ASC 958, check here and complete lines 29 through 33.</b>	<input type="checkbox"/>	
29	Capital stock or trust principal, or current funds.....	29	
30	Paid-in or capital surplus, or land, building, or equipment fund.....	30	
31	Retained earnings, endowment, accumulated income, or other funds.....	31	
32	Total net assets or fund balances.....	1,758,055.	32 1,344,267.
33	Total liabilities and net assets/fund balances.....	1,782,564.	33 1,381,675.

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response or note to any line in this Part XI. 

1 Total revenue (must equal Part VIII, column (A), line 12).....	1	2,559,209.
2 Total expenses (must equal Part IX, column (A), line 25).....	2	2,972,997.
3 Revenue less expenses. Subtract line 2 from line 1.....	3	-413,788.
4 Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A)).....	4	1,758,055.
5 Net unrealized gains (losses) on investments.....	5	
6 Donated services and use of facilities.....	6	
7 Investment expenses.....	7	
8 Prior period adjustments.....	8	
9 Other changes in net assets or fund balances (explain on Schedule O).....	9	0.
10 Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B)).....	10	1,344,267.

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response or note to any line in this Part XII. 

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____		
If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?.....	2a	X
If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both.		
<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
2b Were the organization's financial statements audited by an independent accountant?.....	2b	X
If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both.		
<input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
2c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?.....	2c	X
If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F?.....	3a	X
3b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits.....	3b	

**SCHEDULE D**  
**(Form 990)**

(Rev. December 2024)

Department of the Treasury  
Internal Revenue Service**Supplemental Financial Statements**Complete if the organization answered "Yes" on Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.  
Attach to Form 990.Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**Open to Public  
Inspection**

Name of the organization

Employer identification number

ALL OUT ACTION FUND, INC.

45-2451509

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

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

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

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

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

**Part II Conservation Easements**

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

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

Preservation of land for public use (for example, recreation or education)  Preservation of a historically important land area  
 Protection of natural habitat  Preservation of a certified historic structure  
 Preservation of open space

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

	Held at the End of the Tax Year
2a	
2b	
2c	
2d	

a Total number of conservation easements .....

b Total acreage restricted by conservation easements .....

c Number of conservation easements on a certified historic structure included on line 2a .....

d Number of conservation easements included on line 2c acquired after July 25, 2006, and not on a historic structure listed in the National Register .....

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

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

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

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

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

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

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

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets**

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

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

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

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

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

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

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

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

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

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

a  Public exhibition  
 b  Scholarly research  
 c  Preservation for future generations

d  Loan or exchange program  
 e  Other \_\_\_\_\_

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

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

**Part IV Escrow and Custodial Arrangements**

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

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

b If "Yes," explain the arrangement in Part XIII and complete the following table.

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability?  Yes  No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII.

**Part V Endowment Funds**

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

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

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

a Board designated or quasi-endowment %

b Permanent endowment %

c Term endowment %

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

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

	Yes	No
3a(i)		
3a(ii)		
3b		

(i) Unrelated organizations? .....

(ii) Related organizations? .....

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? .....

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

**Part VI Land, Buildings, and Equipment**

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land.....				
b Buildings.....				
c Leasehold improvements.....				
d Equipment.....		2,128.	2,128.	0.
e Other.....				

**Total.** Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, line 10c, column (B)) ..... 0.

<b>Part VII Investments – Other Securities</b>		
Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.		
<b>(a)</b> Description of security or category (including name of security)	<b>(b)</b> Book value	<b>(c)</b> Method of valuation: Cost or end-of-year market value
(1) Financial derivatives.....		
(2) Closely held equity interests.....		
(3) Other _____		
(A) _____		
(B) _____		
(C) _____		
(D) _____		
(E) _____		
(F) _____		
(G) _____		
(H) _____		
<b>Total.</b> (Column (b) must equal Form 990, Part X, line 12, column (B)).....		
<b>Part VIII Investments – Program Related</b>		
Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.		
<b>(a)</b> Description of investment	<b>(b)</b> Book value	<b>(c)</b> Method of valuation: Cost or end-of-year market value
(1) _____		
(2) _____		
(3) _____		
(4) _____		
(5) _____		
(6) _____		
(7) _____		
(8) _____		
(9) _____		
<b>Total.</b> (Column (b) must equal Form 990, Part X, line 13, column (B)).....		
<b>Part IX Other Assets</b>		
Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.		
<b>(a)</b> Description	<b>(b)</b> Book value	
(1) DUE FROM ALL OUT FUND AT TIDES	495,908.	
(2) SECURITY DEPOSIT		
(3) _____		
(4) _____		
(5) _____		
(6) _____		
(7) _____		
(8) _____		
(9) _____		
<b>Total.</b> (Column (b) must equal Form 990, Part X, line 15, column (B)).....	495,908.	
<b>Part X Other Liabilities</b>		
Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.		
1.	<b>(a)</b> Description of liability	<b>(b)</b> Book value
(1) Federal income taxes		
(2) _____		
(3) _____		
(4) _____		
(5) _____		
(6) _____		
(7) _____		
(8) _____		
(9) _____		
<b>Total.</b> (Column (b) must equal Form 990, Part X, line 25, column (B)).....		
2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII. <input checked="" type="checkbox"/> SEE PART XIII. <input checked="" type="checkbox"/>		

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

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

1	Total revenue, gains, and other support per audited financial statements.....	1	2,586,996.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments.....	2a	
b	Donated services and use of facilities.....	2b	27,787.
c	Recoveries of prior year grants.....	2c	
d	Other (Describe in Part XIII.).....	2d	
e	Add lines 2a through 2d.....	2e	27,787.
3	Subtract line 2e from line 1.....	3	2,559,209.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b.....	4a	
b	Other (Describe in Part XIII.).....	4b	
c	Add lines 4a and 4b.....	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.).....	5	2,559,209.

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

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

1	Total expenses and losses per audited financial statements.....	1	3,000,784.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities.....	2a	27,787.
b	Prior year adjustments.....	2b	
c	Other losses.....	2c	
d	Other (Describe in Part XIII.).....	2d	
e	Add lines 2a through 2d.....	2e	27,787.
3	Subtract line 2e from line 1.....	3	2,972,997.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b.....	4a	
b	Other (Describe in Part XIII.).....	4b	
c	Add lines 4a and 4b.....	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.).....	5	2,972,997.

**Part XIII Supplemental Information**

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

**PART X - FASB ASC 740 FOOTNOTE**

GENERALLY ACCEPTED ACCOUNTING PRINCIPLES REQUIRE THAT A TAX POSITION BE RECOGNIZED OR DERECOGNIZED BASED ON A "MORE LIKELY THAN NOT" THRESHOLD. THIS APPLIES TO POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. THE ADOPTION OF THIS GUIDANCE DID NOT HAVE AN IMPACT ON ALL OUT'S FINANCIAL STATEMENTS, AS MANAGEMENT BELIEVES THAT THERE ARE NO UNCERTAIN TAX POSITIONS WITHIN ITS FINANCIAL STATEMENTS. ALL OUT HAS PROCESSES PRESENTLY IN PLACE TO ENSURE THE MAINTENANCE OF ITS TAX-EXEMPT STATUS; TO IDENTIFY AND REPORT UNRELATED INCOME; DETERMINE ITS FILING AND TAX

**Part XIII** **Supplemental Information (continued)****PART X - FASB ASC 740 FOOTNOTE (CONTINUED)**

OBLIGATIONS IN JURISDICTIONS FOR WHICH IT HAS NEXUS; AND TO REVIEW OTHER MATTERS THAT MAY BE CONSIDERED TAX POSITIONS.

ALL OUT'S FORM 990, RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX, FOR THE YEARS ENDED DECEMBER 31, 2011, 2022, AND 2023 ARE SUBJECT TO EXAMINATION BY THE IRS, GENERALLY FOR THREE YEARS AFTER THEY WERE FILED.

**SCHEDULE F**  
**(Form 990)**

(Rev. December 2024)

Department of the Treasury  
Internal Revenue Service**Statement of Activities Outside the United States**Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.  
Attach to Form 990.

OMB No. 1545-0047

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.**Open to Public  
Inspection**

Name of the organization

ALL OUT ACTION FUND, INC.

Employer identification number

45-2451509

**Part I General Information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

**1 For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?...  Yes  No

**2 For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

**3 Activities per Region.** (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in the region	(d) Activities conducted in the region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
(1) EUROPE		1	PROGRAM SERVICE	SALARY AND PAYROLL TAXES	193,840.
(2) FRANCE, GERMANY		17	PROGRAM SERVICE	VIDEOGRAPHY, ANIMATION	212,148.
(3) GERMANY, ITALY		5	PROGRAM SERVICE	CONSULTING	264,546.
NORTH AMERICA					
(4) (MEXICO)		3	PROGRAM SERVICE	CONSULTING	84,175.
(5) NORTH AMERICA				PHOTOGRAPHY, VIDEOGRAPHY,	
(MEXICO)		17	PROGRAM SERVICE	RESE	16,492.
(6) NORTH AMERICA					
(CANADA)		1	AD AGENCY		20,500.
(7)					
COLUMBIA		6	CONSULTING TRANSLATION,		149,305.
(8)					
COLUMBIA		9	PHOTOGRAPHY, VID		25,223.
(9) AFRICA (KENYA, SOUTH					
AFRICA)		3	CONSULTING TRANSLATION, SPEAKER		85,229.
(10)					
AFRICA (KENYA)		7	FEES		12,309.
(11)					
ASIA (INDIA)		2	PROGRAM SERVICE GRANT TO RECIPIENT IN	FELLOWSHIP	9,318.
(12)					
MIDDLE EAST (LEBANON)		2	REGION GRANT TO RECIPIENT IN		20,867.
(13) WEST AND CENTRAL					
AFRICA		4	REGION GRANT TO RECIPIENT IN		67,499.
(14) EAST AND SOUTHEAST					
AFRICA		15	REGION GRANT TO RECIPIENT IN		68,980.
(15)					
UNITED KINGDOM		1	REGION GRANT TO RECIPIENT IN		4,468.
(16) NORTH AMERICA					
(MEXICO)		2	REGION GRANT TO RECIPIENT IN		21,846.
(17) NORTH AMERICA					
<b>3a Subtotal</b> .....		96			1,290,040.
<b>b Total from continuation sheets to Part I</b> .....		8			107,249.
<b>c Totals (add lines 3a and 3b)</b> ...	0	104			1,397,289.

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

Schedule F (Form 990) (Rev. 12-2024)

**Part II Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as a tax exempt 501(c)(3) organization by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter .....

3 Enter total number of other organizations or entities ..... 1

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BAA

Schedule F (Form 990) (Rev. 12-2024)

**Part III Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of noncash assistance	(g) Description of noncash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

BAA

**Part IV Foreign Forms**

1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926, *Return by a U.S. Transferor of Property to a Foreign Corporation* (see the Instructions for Form 926). ....  Yes  No

2 Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to separately file Form 3520, *Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts*, and/or Form 3520-A, *Annual Information Return of Foreign Trust With a U.S. Owner* (see the Instructions for Forms 3520 and 3520-A; don't file with Form 990). ....  Yes  No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, *Information Return of U.S. Persons With Respect to Certain Foreign Corporations* (see the Instructions for Form 5471). ....  Yes  No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, *Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund* (see the Instructions for Form 8621). ....  Yes  No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, *Return of U.S. Persons With Respect to Certain Foreign Partnerships* (see the Instructions for Form 8865). ....  Yes  No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to separately file Form 5713, *International Boycott Report* (see the Instructions for Form 5713; don't file with Form 990). ....  Yes  No

**Part V Supplemental Information**

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information. See instructions.

## Continuation Sheet for Schedule F (Form 990)

Attach to Form 990 to list additional information for Schedule F (Form 990) Part I, line 3; Part II, line 1; or Part III. See instructions for Schedule F (Form 990).

Continuation Page 1 of 1

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**Name of the organization**

**Employer identification number**

ALL OUT ACTION FUND, INC.

45-2451509

**Part I Continuation of Activities per Region.** (Schedule F (Form 990), Part I, line 3)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents and independent contractors in the region	(d) Activities conducted in region (by type) (such as, fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in the region	(f) Total expenditures for and investments in the region
(CANADA)		1	REGION		33,295.
EASTERN EUROPE (LIT,			GRANT TO RECIPIENT IN		
UKRAINE)		3	REGION		47,336.
BRAZIL AND COLUMBIA		5	REGION		59,913.

**Part II Continuation of Grants and Other Assistance to Organizations or Entities Outside the United States.** (Schedule F (Form 990), Part II, line 1)

**SCHEDULE J****(Form 990)**

(Rev. December 2024)

Department of the Treasury  
Internal Revenue Service**Compensation Information****For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****Complete if the organization answered "Yes" on Form 990, Part IV, line 23.****Attach to Form 990.****Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.**

OMB No. 1545-0047

**Open to Public  
Inspection**

Name of the organization

ALL OUT ACTION FUND, INC.

Employer identification number

45-2451509

**Part I Questions Regarding Compensation****1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

First-class or charter travel  
 Travel for companions  
 Tax indemnification and gross-up payments  
 Discretionary spending account

Housing allowance or residence for personal use  
 Payments for business use of personal residence  
 Health or social club dues or initiation fees  
 Personal services (such as maid, chauffeur, chef)

	<b>Yes</b>	<b>No</b>
<b>1a</b>		
<b>1b</b>		
<b>2</b>		

**b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain .....**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a? .....**3** Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

Compensation committee  
 Independent compensation consultant  
 Form 990 of other organizations

Written employment contract  
 Compensation survey or study  
 Approval by the board or compensation committee

<b>2</b>		
<b>3</b>		
<b>4a</b>		X
<b>4b</b>		X
<b>4c</b>		X

**4** During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

**a** Receive a severance payment or change-of-control payment? .....

**b** Participate in or receive payment from a supplemental nonqualified retirement plan? .....

**c** Participate in or receive payment from an equity-based compensation arrangement? .....

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

<b>4a</b>		X
<b>4b</b>		X
<b>4c</b>		X

**Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.****5** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

**a** The organization? .....

**b** Any related organization? .....

If "Yes" on line 5a or 5b, describe in Part III.

<b>5a</b>		X
<b>5b</b>		X

**6** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

**a** The organization? .....

**b** Any related organization? .....

If "Yes" on line 6a or 6b, describe in Part III.

<b>6a</b>		X
<b>6b</b>		X

**7** For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III .....

<b>7</b>		X
<b>8</b>		X

**8** Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III .....

<b>8</b>		X
<b>9</b>		

**9** If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? .....**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990.****Schedule J (Form 990) (Rev. 12-2024)**

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

**Note:** The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC and/or 1099-NEC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
MATTHEW BEARD 1 EXECUTIVE DIR.	(i) 193,894. (ii) 0.	0. 0.	0. 0.	0. 0.	0. 0.	193,894. 0.	0. 0.
2	(i) (ii)						
3	(i) (ii)						
4	(i) (ii)						
5	(i) (ii)						
6	(i) (ii)						
7	(i) (ii)						
8	(i) (ii)						
9	(i) (ii)						
10	(i) (ii)						
11	(i) (ii)						
12	(i) (ii)						
13	(i) (ii)						
14	(i) (ii)						
15	(i) (ii)						
16	(i) (ii)						

**Part III Supplemental Information**

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

**SCHEDULE O  
(Form 990)**

(Rev. December 2024)

Department of the Treasury  
Internal Revenue Service

Name of the organization

ALL OUT ACTION FUND, INC.**Supplemental Information to Form 990 or 990-EZ**

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

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**Open to Public  
Inspection**

Employer identification number

45-2451509

**FORM 990, PART I, LINE 1 - ORGANIZATION MISSION OR SIGNIFICANT ACTIVITIES**

ALL OUT ACTION FUND, INC. ("ALL OUT") FORMERLY PURPOSE ACTION, INC., WAS FORMED FOR THE PURPOSES OF UNITING AND COORDINATING THE EFFORTS OF INDIVIDUALS IN ORDER TO RAISE PUBLIC AWARENESS, PROMOTE ACTIVISM, AND COMBAT PREJUDICE AND DISCRIMINATION AGAINST MEMBERS OF THE LESBIAN, GAY, BISEXUAL, AND TRANSGENDER COMMUNITY.

**FORM 990, PART III, LINE 1 - ORGANIZATION MISSION**

ALL OUT ACTION FUND, INC. WAS FORMED FOR THE PURPOSES OF UNITING AND COORDINATING THE EFFORTS OF INDIVIDUALS IN ORDER TO RAISE PUBLIC AWARENESS, PROMOTE ACTIVISM, AND COMBAT PREJUDICE AND DISCRIMINATION AGAINST MEMBERS OF THE LESBIAN, GAY, BISEXUAL, AND TRANSGENDER COMMUNITY.

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

EXPENSES	INCLUDING GRANTS	REVENUE
213,021.		

GRASSROOTS GIVING PROGRAMS INCLUDE ALL OUR CROWDFUNDING CAMPAIGNS CONNECTING ALL OUT'S LARGE GLOBAL AUDIENCE TO LGBT+ GROUPS AND EMERGENCY FUNDING RAISED THROUGH OTHER VENUES. THROUGH THIS PROGRAMMING, ALL OUT SUPPORTERS MAKE SMALL DONATIONS ONLINE TO COLLECTIVELY FUND THE WORK OF SMALL GROUPS AROUND THE WORLD FIGHTING TO END INEQUALITY, DISCRIMINATION, AND INJUSTICES AGAINST LGBT+ PEOPLE.

EXPENSES	INCLUDING GRANTS	REVENUE
151,829.		

TRAINING PROGRAMS TRAINS THE NEXT GENERATION OF ACTIVISTS. SINCE 2019, ALL OUT HAS BEEN TRAINING YOUNG, LGBT+ ACTIVISTS AROUND THE WORLD THROUGH THE "FUELING DIGITAL ACTIVISM" TRAINING PROGRAM. THROUGH AN APPLICATION PROCESS AND IN PERSON GATHERINGS, ALL OUT TRAINS BURGEONING CHANGEMAKERS WITH THE SKILLS NEEDED SO THEY CAN RUN THEIR OWN MOBILIZATION CAMPAIGNS FOR LGBT+ RIGHTS IN THEIR COMMUNITIES.

**SCHEDULE O  
(Form 990)**

(Rev. December 2024)

Department of the Treasury  
Internal Revenue Service

Name of the organization

ALL OUT ACTION FUND, INC.**Supplemental Information to Form 990 or 990-EZ**

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

Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**Open to Public  
Inspection**

Employer identification number

45-2451509

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

THE TAX RETURN IS EMAILED TO THE BOARD OF DIRECTORS FOR THEIR COMMENTS AND REVIEW  
PRIOR TO FILING THE FORM 990.

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

THE MEMBERS OF THE BOARD OF DIRECTORS AFFIRM ANNUALLY THE CONFLICT OF INTEREST  
POLICY AND ARE ASKED TO DISCLOSE ANY CONFLICTS OF INTEREST. THE POLICY IS MONITORED  
BY THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS.

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

COMPENSATION IS APPROVED BY THE BOARD OF DIRECTORS. REASONABLE COMPENSATION IS  
DETERMINED BASED ON COMPENSATION PAID BY SIMILARLY SITUATED TAXABLE OR TAX-EXEMPT  
ORGANIZATION FOR SIMILAR SERVICES. THE AVAILABILITY OF SIMILAR SERVICES WITHIN THE  
RELEVANT GEOGRAPHIC AREA AND CURRENT COMPENSATION SURVEYS COMPLIED BY INDEPENDENT  
FIRMS.

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

ALL OUT MAKES ITS GOVERNING DOCUMENTS AND FINANCIAL STATEMENTS AVAILABLE TO THE  
PUBLIC UPON REQUEST. THE FORM 990 IS ALSO AVAILABLE AT ITS OWN WEBSITE AND  
[WWW.GUIDESTAR.ORG](http://WWW.GUIDESTAR.ORG).

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

	(A) <u>TOTAL</u>	(B) PROGRAM SERVICES	(C) MANAGEMENT & GENERAL	(D) FUND- RAISING
CAMPAIGNER FEES	583,203.	425,770.	55,213.	102,220.
CONSULTANT & OUTSIDE SERVICES	102,656.	49,744.	51,193.	1,719.
<b>TOTAL</b>	<b>\$ 685,859.</b>	<b>\$ 475,514.</b>	<b>\$ 106,406.</b>	<b>\$ 103,939.</b>