

820617500024

# Office of the Minnesota Secretary of State

## Minnesota Public Benefit Corporation / Annual Benefit Report

Minnesota Statutes, Chapter 304A



Read the instructions before completing this form

Must be filed by March 31

Filing Fee: \$55 for expedited service in-person and online filings, \$35 if submitted by mail

The Annual Benefit Report covers the 12 month period ending on December 31 of the previous year.

Notice: Failure to file this form by March 31 of this year will result in the revocation of the corporation's public benefit status without further notice from the Secretary of State, pursuant to Minnesota Statutes, Section 304A.301

1. Corporate Name: (Required)

Dark Clouds GBC

2. The public benefit corporation's board of directors has reviewed and approved this report.

3. In the field below, enter the information required by section 304A.301 subd. 2 or 3 for the period covered by this report, (see instructions for further information): Note: Use additional sheets if needed. (Required)

(see attached)

4. I, the undersigned, certify that I am the chief executive officer of this public benefit corporation. I further certify that I have signed this document no more than 30 days before the document is delivered to the secretary of state for filing, and that this document is current when signed. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Jim Oliver

Signature of Public Benefit Corporation's Chief Executive Officer

4/20/16

Date (Must be dated within 30 days before the report is delivered to the Secretary of State for Filing)

### Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

jim.oliver@dark-clouds.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Jim Oliver

Contact Name

612-636-4566

Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

Does this entity own, lease, or have any financial interest in agricultural land or land capable of being farmed?

Yes  No

Print

Reset

**Dark Clouds GBC**



**Annual  
Benefit  
Report**

# Table of Contents

Introduction

History

Partnerships

Impact Highlights 2015

Pursuit of Mission

Serve and Build

Inclusive Culture

Directions for 2016

# INTRODUCTION

More than any other sport, soccer brings people together. We gather together in parks around the world to play the game, and in stadiums and in front of televisions to watch it and cheer for our teams. Every four years the entire planet slows down for a month to see which nation will win the World Cup. Soccer fans organize around their love of the game to better support their teams, contribute to community causes, and create works of art that express their devotion.

Being a sports fan is being a part of a community. Teams represent neighborhoods, cities, whole states and regions, Fans that identify with a team can put aside differences they might see between themselves and other fans so that they can stand and sing while they support the team that brings them together. That feeling of shared identity and unity of purpose can be intoxicating; urging your team forward as the minutes and tension pile up, singing songs to inspire the players until that breakthrough moment where they finally score that goal. It's not strange to see complete strangers turn to each other and high five or even embrace.

The Dark Clouds facilitate that connection to the sport and to other fans. By creating clothing, other merchandise, and organizing travel to events, fans recognize the thing they have in common. We promote events and activities that continue these relationships outside of the stands. We build relationships between people that can last for years and bring families together.

The Dark Clouds isn't just about bringing people together, though, because once brought together, the fans have the power to do great things. Volunteering in our community and donating to worthy causes is the most important part of what the Dark Clouds do. That work and that generosity is constantly reinforced as a social norm in the community, and those benefits can be directed both toward the sport that unites us, and toward the broader communities our diverse membership represent.

That is the Dark Clouds lifestyle. A love of sport, a passion in support, and a sense of duty to do good in and for the greater community.

# HISTORY

The Dark Clouds first began during the 2004-2005 Minnesota Thunder season because a small group of like-minded soccer fans recognized each other around the stadium. They were all excited about the games and enjoyed good-natured heckling of the opposition athletes. They travelled together to away games, tailgated before home games, and sang and cheered throughout. As the team was named "The Thunder," they decided to refer to themselves as "Dark Clouds", an amusing in-joke to this good-natured, welcoming group that had come together. However it was a moniker that couldn't be farther from the true character of the founding fans.

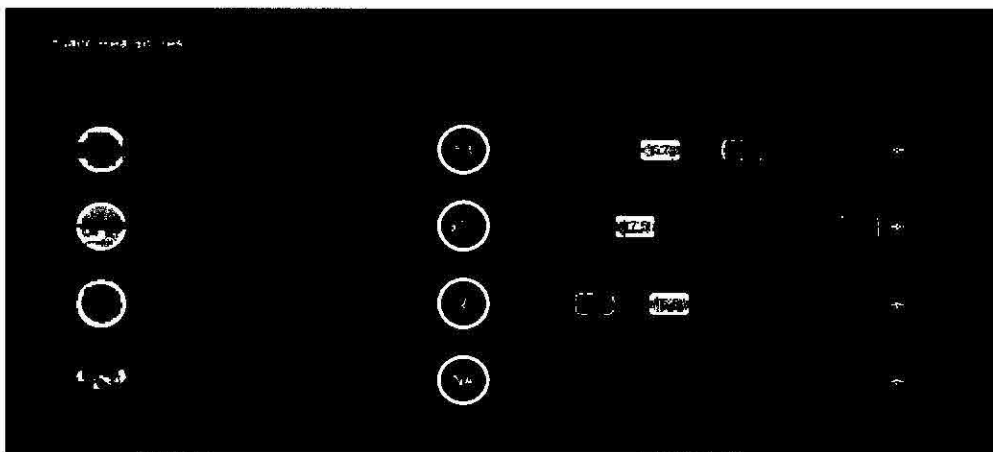
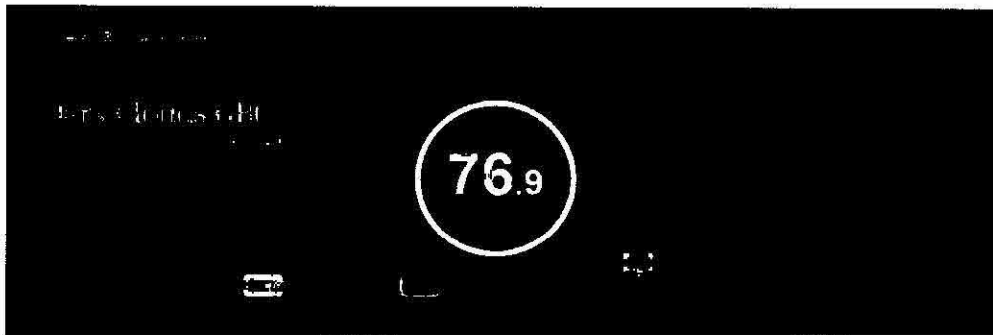
The soccer market place is a turbulent one and the pro teams in Minnesota have changed names multiple times since then. NSC Minnesota Stars, Minnesota Stars, and now Minnesota United have all benefited from the Dark Clouds' support. Waving the flag of the iconic black cloud on a grey field has come to represent the fans of Minnesota soccer.

Those early years of relative uncertainty occurred during a period of growth and development in American professional soccer. Early in this period some fans incorporated as Blue Sky Soccer LLC to provide merchandise to Dark Cloud fans, and proceeds from that merchandise were donated to worthy, soccer-related causes like "Nothing but Nets", "Grassroots Soccer", and the "Sanneh Foundation". More recently, though, the sport is growing at a greater and greater pace, so the opportunity to do more to serve fans while also serving the community has increased exponentially. As Minnesota United stands poised to enter the largest, most successful league in American soccer, there will soon be more fans in those stands looking to enjoy the sport and show their support.

We see this opportunity to incorporate Dark Clouds as a General Benefit Corporation (GBC). The Dark Clouds have created their own history and presence by supporting professional soccer in Minnesota. The Dark Clouds give fans something they can rally behind and use to demonstrate their support. Over the past three seasons, we have partnered with Minnesota United to offer a special Dark Clouds section of the stadium where more passionate, dramatic shows of support like singing, flag waving,

and fan-handled pyrotechnics are permitted. People are excited to be in that section, and they want to show their friends that they're part of that even on non-game days. Dark Clouds provides a game-day experience unlike anything else offered in the Minnesota sporting landscape where supporting your team means getting involved at a greater level. Selling apparel and promoting events where these fans can gather together generates and reinforces a sense of belonging and excitement, as well as generating significant revenue to do good throughout Minnesota.

This year the Board of Directors chose to utilize the B Impact Assessment to help us measure what we are excelling with our benefit statement and what areas we need to work on improving. There were some surprises as we went through the process. We scored a 76.9 on the B Impact Assessment this year with community being our strongest area (score of 66.1) and Environment being our weakest (score of 2). Here are some highlights from our B Impact Assessment.



# PARTNERSHIPS

The Dark Clouds are creating an impact on Minnesota Soccer culture. Here are some specific ways we have succeeded in meeting our benefit statement.

- 1. Impact of our partnership with MNUFC:** The Dark Clouds and Minnesota United enjoy a mutually beneficial relationship. In fact, it was our support of the previous team, Minnesota Stars FC, which convinced the current ownership group to purchase the team in 2012. The Dark Clouds contribute to game day atmosphere and excitement with the songs and demonstrations of support, and Minnesota United provides the soccer that our membership wants to see.

Minnesota United recognizes the value of that relationship and supports the work of the Dark Clouds GBC as evidenced by their sale of a "Dark Clouds Supporters" branded season ticket. That ticket, located in the Dark Clouds Supporters section of the stadium, uses a portion of its price to subsidize the activities of the Dark Clouds GBC. Last season alone, those tickets accounted for \$14k in revenue for the Dark Clouds. This year we expect to see and increase in Dark Clouds season ticket holders to over 520.

- 2. Impact of our partnership with the Sanneh Foundation:** The Sanneh Foundation--founded by Saint Paul native and former international soccer player Tony Sanneh--has been a frequent partner of the Dark Clouds since their inception. The work of the Sanneh Foundation focuses on empowering kids, improving lives, and uniting communities in the Twin Cities and in Haiti. Their programs provide tutoring and mentorship for high school students in St. Paul Public Schools, the operation of Conway Community Center, and the Haitian Initiative program, supporting at risk youth by connecting their education with the game they love. The Dark Clouds have functioned as fundraisers for the Sanneh Foundation (donating thousands through silent auctions and other fundraising efforts), and as volunteers for the Foundation's own events (staffing the Twin Cities Burger Battle).



**3. Impact of our Partnerships With Local Businesses:** The Dark Clouds have also made an effort to engage with local businesses in Minnesota. We have several long-standing relationships with local breweries and bars. One relationship that has grown this past year is our partnership with Summit. They approached us this year with an offer to become more involved in the events that we plan in a more meaningful way and through this relationship we will be expanding our volunteer opportunities as well as providing safe transportation to the games for fans.

Another long-standing relationship with a local business is our relationship with the Nomad World pub. We have been going there for years to socialize and watch games. This past year we have worked with the Nomad's management to also have interviews with players and coaches, small book releases, drink discounts and to give our members the opportunity to socialize. Given that a great deal of Dark Clouds events are tailgate parties or other celebrations of soccer games, it is inevitable that beer is often present. For the past five years we've worked closely with Surly Brewing. That partnership provided beer on the DETHLOON EXPRESS, buses that shuttled fans to and from games at the National Sports Center in Blaine, as well as support in connecting us with businesses to host events such as watch parties and fundraisers. At the end of 2015 we ended our relationship with Surly. We are proud to bring Summit Brewing Company on as our official beer sponsor, continuing where Surly left off by providing product and event support, and adding additional publicity through their social media expertise in order to engage potential fans.

**4. Impact of our push to be inclusive and diverse:** One of our strongest assessment scores came because of the diversity of our Board of Directors. We are a very diverse group of individuals who were elected to our positions this year and we reflect the people we are representing. One of our goals as a group is to ensure that everyone feels welcome and comfortable at a game.

**5. Areas for Improvement:** One area that needs improvement is using local apparel companies to produce our merchandise. The Dark Clouds brand is something that we are currently building. We are seriously considering what kind of businesses we wish to be associated with in the future. To emphasize that we work with local businesses to support the community that we live in as this is something that we feel strongly about.



# IMPACT

# HIGHLIGHTS

# OF 2015

1. Somali American Youth Enrichment Club events
2. Organizing 30 busses that transported fans to and from Blaine on the DETHLOON EXPRESS, providing safe transport and helping people make friends
3. First Ave partnership and charity auction
4. 504 volunteer hours contributed through Silver Lining events
5. \$3,000 contributed to the Sanneh Foundation through annual silent auction
6. \$1,010 raised for SAYEC through the Dark Clouds Charity Card Club fundraiser
7. \$37,637 in revenue from apparel sales
8. \$14,000 in revenue from ticket pass-through

# PURSUIT OF MISSION

The mission of the Dark Clouds is to support professional soccer, serve and build communities, and create a welcoming, inclusive culture around the sport in Minnesota.

In 2015, the Dark Clouds supported professional soccer in Minnesota by helping to sell season tickets. We did this by creating a culture and brand that is present at Minnesota United games and that people are excited to be a part of. Season ticket sales are an important way for our organization to demonstrate its effectiveness. Helping to advertise and contribute to ticket sales shows our support for the team. Every person who comes to a Minnesota United game is invited to participate in the game day experience the Dark Clouds help create. This helps to foster a sense of community and keeps people invested in the team and coming back to games. Extending beyond just sales efforts, the Dark Clouds create an unmistakable point of entry for fans new to the game. The eye is drawn to our section, full of the singing, flag-waving fans who were tailgating out front of the stadium. It is an environment that makes people want to become involved and allows them opportunities to connect with people who share similar interests.

Soccer is so much more than just the professional game. The Dark Clouds have supported urban youth by aiding the activities of Somali American Youth Enrichment Club and The Sanneh Foundation. We feel that it is important to give back to the community that our team plays in and have a very strong culture of volunteerism. Our members are involved in striping fields and repairing nets with volunteer hours, staffing community events that connect people with resources in underserved neighborhoods, and contributing thousands of dollars to sponsor youth soccer clinics and programs in the Twin Cities. This provides our members with a chance to connect with people who share similar values and to make a difference in our community.

# SERVE AND BUILD

In 2015, we contributed over 500 volunteer hours through our Dark Clouds Silver Lining volunteer wing.

Projects included:

- Assembling bicycles with Free Bikes 4 Kidz.
- Cleaning and striping a soccer field at STEP Academy in Inver Grove Heights.
- Staffing events in collaboration with The Sanneh Foundation.
- Counting loons in their natural habitat for the Minnesota Department of Natural Resources.
- Packing food at Second Harvest Heartland and packing meals at Feed My Starving Children.
- Organizing volunteers for "Habitat for Humanity" to repair and repaint a garage and assist with yard maintenance.

# INCLUSIVE CULTURE

Soccer is a sport played worldwide.

Our goal as an organization is to enable our members to make a difference in the lives of people in the state of Minnesota, while at the same time, providing an environment around the game that makes others feel comfortable and welcome. We are working to reach out to underserved communities, groups that may feel marginalized or even ignored, and provide them with a space where they feel comfortable and able to be themselves.

# DIRECTIONS FOR 2016

MN United is poised to join Major League Soccer (MLS) in 2017. The Dark Clouds want to strengthen the organization to take full advantage of the many new fans that will be drawn to the game. Early in 2016 we completed a branding effort that create standards to allow us to more quickly and consistently develop branded merchandise and materials. Having these systems in place will enable Dark Clouds to generate more revenue through apparel sales, which can then be directed to community organizations and outreach.

Continuing in 2016 we plan to invest further in systems that allow us to involve more volunteers in the Dark Clouds. We are working toward professionalizing some of the more operational functions currently executed by volunteers. Also, we are looking into engaging in strategic planning to help us figure out what steps we need to take to achieve our long-term goals. Things like merchandise sales and fulfillment are work that we will hopefully soon be paying people to do. We would also like to start the planning to set up our charity group into it's own non-profit so that we can be a more effective voice and force for change in the state we live and play in.

Beyond that operational work it's important to involve volunteers in efforts like our tifo demonstrations and game day organization. That MUST remain the work of interested volunteers. Further empowering more people to get involved will increase the viability of the Dark Clouds while further diversifying the voices represented. To accomplish this goal we've introduced an affiliate program that will allow Dark Cloud season ticket holders to form their own supporters groups and get support from the Dark Clouds.



**Work Item 886201500040**  
**Original File Number 820017500024**

STATE OF MINNESOTA  
OFFICE OF THE SECRETARY OF STATE  
FILED  
04/29/2016 11:59 PM

*Steve Simon*

Steve Simon  
Secretary of State