Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

B) The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2012 calendar year, or tax year beginning 01-01-2012 , 2012, and ending 12-31-2012

B) Check if applicable

Address change

Name change

Install return

Terminated

Amended return

Application pending

C Name of organization

SERVICE EMPLOYEES INTERNATIONAL UNION

POLITICAL EDUCATION AND ACTION FUND

Doing Business As

D) Employer identification number

52-2263644

E) Telephone number

(202) 730-7000

G) Gross receipts $ 21,664,725

H(a) Is this a group return for affiliates?

Yes [X] No

H(b) Are all affiliates included?

Yes [X] No

If No, attach a list (see instructions)

H(c) Group exemption number

I) Tax-exempt status

501(c)(3) [X] 501(c) ( ) (insert no) 4947(a)(1) or 527

J) Website: [X] N/A

K) Form of organization

Corporation [X] Trust [ ] Association [ ] Other [ ] SEPARATE SEGREGATED FUND [ ]

L) Year of formation 1980

M) State of legal domicile DC

Part I - Summary

1) Briefly describe the organization’s mission or most significant activities

LABOR UNION SEPARATE SEGREGATED FUND TO ENGAGE IN POLITICAL ACTIVITY IN SUPPORT OF IMPROVING THE LIVES OF WORKERS AND THEIR FAMILIES AND CREATING A MORE JUST AND HUMAN SOCIETY

2) Check this box [X] if the organization discontinued its operations or disposed of more than 25% of its net assets

3) Number of voting members of the governing body (Part VI, line 1a) 3

4) Number of independent voting members of the governing body (Part VI, line 1b) 4

5) Total number of individuals employed in calendar year 2012 (Part V, line 2a) 5

6) Total number of volunteers (estimate if necessary) 6

7a) Total unrelated business revenue from Part VIII, column (c), line 12 7a

7b) Net unrelated business taxable income from Form 990-T, line 34 7b

Prior Year Current Year

8) Contributions and grants (Part VIII, line 1h) 1,544,000 21,647,525

9) Program service revenue (Part VIII, line 2g) 0 0

10) Investment income (Part VIII, column (A), lines 3, 4, and 7d) 0 0

11) Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 271 17,200

12) Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) 1,544,271 21,664,725

13) Grants and similar amounts paid (Part IX, column (A), lines 1–3) 0 0

14) Benefits paid to or for members (Part IX, column (A), line 4) 0 0

15) Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10) 0 0

16a) Professional fundraising fees (Part IX, column (A), line 11e) 0 0

16b) Total fundraising expenses (Part IX, column (D), line 25) 0 0

17) Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e) 5,636,622 21,729,974

18) Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25) 5,636,622 21,729,974

19) Revenue less expenses Subtract line 18 from line 12 -4,092,351 -65,249

20) Total assets (Part X, line 16) 74,585 3,017,122

21) Total liabilities (Part X, line 26) 2,866,500 5,874,286

22) Net assets or fund balances Subtract line 21 from line 20 -2,791,915 -2,857,164

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.

Signature Here

MARY KAY HENRY DESIGNATED REPRESENTATIVE

Date 2013-11-14

Paid Preparer Use Only

Print/Type preparer’s name

SCOTT E HALLBERG CPA

Preparer’s signature

Check if self-employed [ ]

PTIN P01081188

Firm’s name [ ] CALJARE CPA GROUP PLLC

Firm’s EIN [ ] 47-0900880

Firm’s address [ ] 7501 WISCONSIN AVENUE SUITE 1200

WEST BETHESDA, MD 20814

Phone no (202) 331-9880

May the IRS discuss this return with the preparer shown above? (see instructions) [X] Yes No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11282Y

Form 990 (2012)
**Part III** Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III.

1. Briefly describe the organization’s mission
   - LABOR UNION SEPARATE SEGREGATED FUND TO ENGAGE IN POLITICAL ACTIVITY IN SUPPORT OF IMPROVING THE LIVES OF WORKERS AND THEIR FAMILIES AND CREATING A MORE JUST AND HUMANE SOCIETY

2. Did the organization undertake any significant program services during the year which were not listed on the prior Form 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.

<table>
<thead>
<tr>
<th>Code</th>
<th>Expenses $</th>
<th>Revenue $</th>
</tr>
</thead>
<tbody>
<tr>
<td>IRC 527 POLITICAL ORGANIZATION</td>
<td>$</td>
<td>$</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Code</th>
<th>Expenses $</th>
<th>Revenue $</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>Code</th>
<th>Expenses $</th>
<th>Revenue $</th>
</tr>
</thead>
</table>

4d. Other program services (Describe in Schedule O)
   - Expenses $ including grants of $ (Revenue $ )

4e. Total program service expenses
<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
<td></td>
</tr>
<tr>
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<tr>
<td>3</td>
<td>Yes</td>
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<td>4</td>
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<td>5</td>
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<td>7</td>
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<td>8</td>
<td>No</td>
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<td>9</td>
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<tr>
<td>11</td>
<td></td>
<td></td>
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<tr>
<td>11a</td>
<td>No</td>
<td></td>
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<tr>
<td>11b</td>
<td>No</td>
<td></td>
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<tr>
<td>11c</td>
<td>No</td>
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<tr>
<td>11d</td>
<td>No</td>
<td></td>
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<tr>
<td>11e</td>
<td>Yes</td>
<td></td>
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<tr>
<td>11f</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>12a</td>
<td>No</td>
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<td>12b</td>
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<td>13</td>
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<td>19</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>20a</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>20b</td>
<td>No</td>
<td></td>
</tr>
</tbody>
</table>
### Part IV Checklist of Required Schedules (continued)

| 21 | Did the organization report more than $5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? If “Yes,” complete Schedule I, Parts I and II. | No |
| 22 | Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If “Yes,” complete Schedule I, Parts I and III. | No |
| 23 | 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. | Yes |
| 24a | 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 25. | No |
| 24b | Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? |  |
| 24c | Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? |  |
| 24d | Did the organization act as an “on behalf of” issuer for bonds outstanding at any time during the year? |  |
| 25a | Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If “Yes,” complete Schedule L, Part I. |  |
| 25b | 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 II. |  |
| 26 |  |  |
| 27 | Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If “Yes,” complete Schedule L, Part III. |  |
| 28 | Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions) |  |
| 28a | A current or former officer, director, trustee, or key employee? If “Yes,” complete Schedule L, Part IV. | No |
| 28b | A family member of a current or former officer, director, trustee, or key employee? If “Yes,” complete Schedule L, Part IV. | No |
| 28c | An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If “Yes,” complete Schedule L, Part IV. | No |
| 29 | Did the organization receive more than $25,000 in non-cash contributions? If “Yes,” complete Schedule M. | No |
| 30 | Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If “Yes,” complete Schedule M. | No |
| 31 | Did the organization liquidate, terminate, or dissolve and cease operations? If “Yes,” complete Schedule N, Part I. | No |
| 32 | Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If “Yes,” complete Schedule N, Part II. | No |
| 33 | 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. | No |
| 34 | 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. | Yes |
| 35a | Did the organization have a controlled entity within the meaning of section 512(b)(13)? 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. | No |
| 36 | Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If “Yes,” complete Schedule R, Part V, line 2. |  |
| 37 | 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. | No |
| 38 | Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? | Yes |

Note. All Form 990 filers are required to complete Schedule O.
Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

1a Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable

1b Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable

1c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?

2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending within or within the year covered by this return

2b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?

Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)

3a Did the organization have unrelated business gross income of $1,000 or more during the year?

3b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O

4a 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)?

4b If "Yes," enter the name of the foreign country See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts

5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?

5b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?

6a 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?

6b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?

7 Organizations that may receive deductible contributions under section 170(c).

7a 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?

7b If "Yes," did the organization notify the donor of the value of the goods and services provided?

7c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?

7d If "Yes," indicate the number of Forms 8282 filed during the year

8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the sponsoring organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?

9 Sponsoring organizations maintaining donor advised funds.

9a Did the organization make any taxable distributions under section 4966?

9b Did the organization make a distribution to a donor, donor advisor, or related person?

10 Section 501(c)(7) organizations. Enter

10a Initiation fees and capital contributions included on Part VIII, line 12

10b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities

11 Section 501(c)(12) organizations. Enter

11a Gross income from members or shareholders

11b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)

12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?

12b If "Yes," enter the amount of tax-exempt interest received or accrued during the year

13 Section 501(c)(29) qualified nonprofit health insurance issuers.

13a Is the organization licensed to issue qualified health plans in more than one state?

Note: See the instructions for additional information the organization must report on Schedule O

13b 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

13c Enter the amount of reserves on hand

14a Did the organization receive any payments for indoor tanning services during the tax year?

14b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O
### Part VI  Governance, Management, and Disclosure

For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI.

#### Section A. Governing Body and Management

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>1a</strong> Enter the number of voting members of the governing body at the end of the tax year.</td>
<td></td>
<td>2</td>
</tr>
<tr>
<td>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 in Schedule O.</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>1b</strong> Enter the number of voting members included in line 1a, above, who are independent.</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>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?</td>
<td>2</td>
</tr>
<tr>
<td>3</td>
<td>Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?</td>
<td>3</td>
</tr>
<tr>
<td>4</td>
<td>Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?</td>
<td>4</td>
</tr>
<tr>
<td>5</td>
<td>Did the organization become aware during the year of a significant diversion of the organization's assets?</td>
<td>5</td>
</tr>
<tr>
<td>6</td>
<td>Did the organization have members or stockholders?</td>
<td>6</td>
</tr>
<tr>
<td><strong>7a</strong> 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?</td>
<td>7a</td>
<td>No</td>
</tr>
<tr>
<td><strong>7b</strong> Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?</td>
<td>7b</td>
<td>No</td>
</tr>
<tr>
<td>8</td>
<td>Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following</td>
<td>8a</td>
</tr>
<tr>
<td>a</td>
<td>The governing body.</td>
<td>8a</td>
</tr>
<tr>
<td>b</td>
<td>Each committee with authority to act on behalf of the governing body.</td>
<td>8b</td>
</tr>
<tr>
<td>9</td>
<td>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 in Schedule O.</td>
<td>9</td>
</tr>
</tbody>
</table>

#### Section B. Policies

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

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>10a</strong> Did the organization have local chapters, branches, or affiliates?</td>
<td>10a</td>
<td>No</td>
</tr>
<tr>
<td><strong>10b</strong> If 'Yes,' did the organization have written policies or procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?</td>
<td>10b</td>
<td></td>
</tr>
<tr>
<td><strong>11a</strong> Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?</td>
<td>11a</td>
<td>Yes</td>
</tr>
<tr>
<td><strong>12a</strong> Did the organization have a written conflict of interest policy? If 'No,' go to line 13.</td>
<td>12a</td>
<td>No</td>
</tr>
<tr>
<td><strong>12b</strong> Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?</td>
<td>12b</td>
<td></td>
</tr>
<tr>
<td><strong>12c</strong> Did the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this was done.</td>
<td>12c</td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>Did the organization have a written whistleblower policy?</td>
<td>13</td>
</tr>
<tr>
<td>14</td>
<td>Did the organization have a written document retention and destruction policy?</td>
<td>14</td>
</tr>
<tr>
<td>15</td>
<td>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?</td>
<td>15a</td>
</tr>
<tr>
<td>a</td>
<td>The organization's CEO, Executive Director, or top management official.</td>
<td>15a</td>
</tr>
<tr>
<td>b</td>
<td>Other officers or key employees of the organization.</td>
<td>15b</td>
</tr>
</tbody>
</table>

#### Section C. Disclosure

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>17</strong> List the States with which a copy of this Form 990 is required to be filed.</td>
<td></td>
</tr>
<tr>
<td><strong>18</strong> Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)only) available for public inspection. Indicate how you made these available. Check all that apply:</td>
<td></td>
</tr>
<tr>
<td>- Official website</td>
<td>- Another's website</td>
</tr>
<tr>
<td><strong>19</strong> Describe in 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.</td>
<td></td>
</tr>
<tr>
<td><strong>20</strong> State the name, physical address, and telephone number of the person who possesses the books and records of the organization.</td>
<td></td>
</tr>
</tbody>
</table>

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*THE ORGANIZATION 1800 MASSACHUSETTS AVENUE NW WASHINGTON, DC (202) 730-7000*
### 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 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 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, or 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** who 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.

List persons in the following order: individual trustees or directors, institutional trustees, officers, key employees, highest compensated employees, and former such persons.

<table>
<thead>
<tr>
<th>(A) Name and Title</th>
<th>(B) Average hours per week (list any hours for related organizations below dotted line)</th>
<th>(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)</th>
<th>(D) Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>(E) Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>(F) Estimated amount of other compensation from the organization and related organizations</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) ELISEO MEDINA</td>
<td>1 00</td>
<td>X</td>
<td>X</td>
<td>0</td>
<td>226,277</td>
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<tr>
<td>TREASURER</td>
<td>35 00</td>
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<td></td>
<td></td>
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<tr>
<td>(2) MARY KAY HENRY</td>
<td>1 00</td>
<td>X</td>
<td>X</td>
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<td>DESIGNATED REPRESENTATIVE</td>
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<tr>
<td>(3) LANDON EWERS</td>
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<td></td>
</tr>
</tbody>
</table>
### Part VII  Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

<p>| (A) | (B) | (C) | (D) | (E) | (F) |</p>
<table>
<thead>
<tr>
<th>Name and Title</th>
<th>Average hours per week (list any hours for related organizations below dotted line)</th>
<th>Position (do not check more than one box, unless person is both an officer and a director/trustee)</th>
<th>Reportable compensation from the organization (W-2/1099-MISC)</th>
<th>Reportable compensation from related organizations (W-2/1099-MISC)</th>
<th>Estimated amount of other compensation from the organization and related organizations</th>
</tr>
</thead>
<tbody>
<tr>
<td>1b</td>
<td>Sub-Total</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td>Total from continuation sheets to Part VII, Section A</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td>Total (add lines 1b and 1c)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

3. Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual

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

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

### 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.

<p>| (A) | (B) | (C) |</p>
<table>
<thead>
<tr>
<th>Name and business address</th>
<th>Description of services</th>
<th>Compensation</th>
</tr>
</thead>
</table>

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
### Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

<table>
<thead>
<tr>
<th>Contributions, Gifts, Grants and Other Similar Amounts</th>
<th>(A) Total Revenue</th>
<th>(B) Related or exempt function revenue</th>
<th>(C) Unrelated business revenue</th>
<th>(D) Revenue excluded from tax under sections 512, 513, or 514</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Federated campaigns</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1b Membership dues</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1c Fundraising events</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1d Related organizations</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1e Government grants (contributions)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1f All other contributions, gifts, grants, and similar amounts not included above</td>
<td></td>
<td></td>
<td></td>
<td>21,647,525</td>
</tr>
<tr>
<td>1g Noncash contributions included in lines 1a-1f</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1h Total. Add lines 1a-1f</td>
<td></td>
<td></td>
<td></td>
<td>21,647,525</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Program Service Revenue</th>
<th>Business Code</th>
</tr>
</thead>
<tbody>
<tr>
<td>2a</td>
<td></td>
</tr>
<tr>
<td>2b</td>
<td></td>
</tr>
<tr>
<td>2c</td>
<td></td>
</tr>
<tr>
<td>2d</td>
<td></td>
</tr>
<tr>
<td>2e</td>
<td></td>
</tr>
<tr>
<td>2f All other program service revenue</td>
<td></td>
</tr>
<tr>
<td>2g Total. Add lines 2a-2f</td>
<td></td>
</tr>
</tbody>
</table>

### Investment income (including dividends, interest, and other similar amounts)

### Income from investment of tax-exempt bond proceeds

### Royalties

<table>
<thead>
<tr>
<th>6a Gross rents (i) Real</th>
<th>(ii) Personal</th>
</tr>
</thead>
<tbody>
<tr>
<td>6b Less rental expenses</td>
<td></td>
</tr>
<tr>
<td>6c Rental income or (loss)</td>
<td></td>
</tr>
<tr>
<td>6d Net rental income or (loss)</td>
<td></td>
</tr>
</tbody>
</table>

| 7a Gross amount from sales of assets other than inventory (i) Securities (ii) Other |
|---------------------------------------------------------------------------|------------------|
| 7b Less cost or other bases and sales expenses                           |                   |
| 7c Gain or (loss)                                                         |                   |
| 7d Net gain or (loss)                                                     |                   |

### Gross income from fundraising events (not including

§ of contributions reported on line 1c) See Part IV, line 18

<table>
<thead>
<tr>
<th>8a Gross income from fundraising events</th>
<th>(i) Securities (ii) Other</th>
</tr>
</thead>
<tbody>
<tr>
<td>8b Less direct expenses</td>
<td></td>
</tr>
<tr>
<td>8c Net income or (loss) from fundraising events</td>
<td></td>
</tr>
</tbody>
</table>

### Gross income from gaming activities

See Part IV, line 19

<table>
<thead>
<tr>
<th>9a Gross income from gaming activities</th>
<th>(i) Securities (ii) Other</th>
</tr>
</thead>
<tbody>
<tr>
<td>9b Less direct expenses</td>
<td></td>
</tr>
<tr>
<td>9c Net income or (loss) from gaming activities</td>
<td></td>
</tr>
</tbody>
</table>

### Gross sales of inventory, less returns and allowances

<table>
<thead>
<tr>
<th>10a Gross sales of inventory, less cost of goods sold</th>
<th>(i) Securities (ii) Other</th>
</tr>
</thead>
<tbody>
<tr>
<td>10b Net income or (loss) from sales of inventory</td>
<td></td>
</tr>
</tbody>
</table>

### Miscellaneous Revenue

<table>
<thead>
<tr>
<th>11a RETURNED CHECK</th>
<th>Business Code</th>
<th>17,200</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>11b</th>
<th>11c</th>
<th>11d All other revenue</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11e Total. Add lines 11a-11d</td>
<td>17,200</td>
<td></td>
</tr>
</tbody>
</table>

12 Total revenue. See Instructions | 21,664,725 |
### 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 to any question in this Part IX...√

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

<table>
<thead>
<tr>
<th></th>
<th>(A) Total expenses</th>
<th>(B) Program service expenses</th>
<th>(C) Management and general expenses</th>
<th>(D) Fundraising expenses</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Grants and other assistance to governments and organizations in the United States. See Part IV, line 21</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Grants and other assistance to individuals in the United States. See Part IV, line 22</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Benefits paid to or for members</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>Compensation of current officers, directors, trustees, and key employees</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Other salaries and wages</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Other employee benefits</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10</td>
<td>Payroll taxes</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Fees for services (non-employees)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Management</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>b Legal</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>c Accounting</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>d Lobbying</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>e Professional fundraising services See Part IV, line 17</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>f Investment management fees</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)</td>
<td></td>
<td></td>
<td>946,529</td>
</tr>
<tr>
<td>12</td>
<td>Advertising and promotion</td>
<td></td>
<td></td>
<td>3,023,914</td>
</tr>
<tr>
<td>13</td>
<td>Office expenses</td>
<td></td>
<td></td>
<td>3,560</td>
</tr>
<tr>
<td>14</td>
<td>Information technology</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Royalties</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16</td>
<td>Occupancy</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>17</td>
<td>Travel</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18</td>
<td>Payments of travel or entertainment expenses for any federal, state, or local public officials</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19</td>
<td>Conferences, conventions, and meetings</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Interest</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Payments to affiliates</td>
<td></td>
<td></td>
<td>8,457,322</td>
</tr>
<tr>
<td>22</td>
<td>Depreciation, depletion, and amortization</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Insurance</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>a POLITICAL CONTRIBUTIONS</td>
<td></td>
<td></td>
<td>5,949,027</td>
</tr>
<tr>
<td></td>
<td>b SUBS PMTS &amp; WITHDRAWAL</td>
<td></td>
<td></td>
<td>3,349,622</td>
</tr>
<tr>
<td></td>
<td>c</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>d</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>e All other expenses</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>25</td>
<td>Total functional expenses. Add lines 1 through 24e</td>
<td></td>
<td></td>
<td>21,729,974</td>
</tr>
<tr>
<td>26</td>
<td>Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here if following SOP 98-2 (ASC 958-720)</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Balance Sheet

Check if Schedule O contains a response to any question in this Part X.

<table>
<thead>
<tr>
<th></th>
<th>(A) Beginning of year</th>
<th>(B) End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Cash—non-interest-bearing</td>
<td>74,585</td>
</tr>
<tr>
<td>2</td>
<td>Savings and temporary cash investments</td>
<td>2</td>
</tr>
<tr>
<td>3</td>
<td>Pledges and grants receivable, net</td>
<td>3</td>
</tr>
<tr>
<td>4</td>
<td>Accounts receivable, net</td>
<td>4</td>
</tr>
<tr>
<td>5</td>
<td>Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L</td>
<td>5</td>
</tr>
<tr>
<td>6</td>
<td>Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees’ beneficiary organizations (see instructions) Complete Part II of Schedule L</td>
<td>6</td>
</tr>
<tr>
<td>7</td>
<td>Notes and loans receivable, net</td>
<td>7</td>
</tr>
<tr>
<td>8</td>
<td>Inventories for sale or use</td>
<td>8</td>
</tr>
<tr>
<td>9</td>
<td>Prepaid expenses and deferred charges</td>
<td>9</td>
</tr>
<tr>
<td>10a</td>
<td>Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D</td>
<td>10a</td>
</tr>
<tr>
<td>10b</td>
<td>Less accumulated depreciation</td>
<td>10b</td>
</tr>
<tr>
<td>11</td>
<td>Investments—publicly traded securities</td>
<td>11</td>
</tr>
<tr>
<td>12</td>
<td>Investments—other securities See Part IV, line 11</td>
<td>12</td>
</tr>
<tr>
<td>13</td>
<td>Investments—program-related See Part IV, line 11</td>
<td>13</td>
</tr>
<tr>
<td>14</td>
<td>Intangible assets</td>
<td>14</td>
</tr>
<tr>
<td>15</td>
<td>Other assets See Part IV, line 11</td>
<td>15</td>
</tr>
<tr>
<td>16</td>
<td><strong>Total assets.</strong> Add lines 1 through 15 (must equal line 34)</td>
<td>74,585</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>(A) Beginning of year</th>
<th>(B) End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>17</td>
<td>Accounts payable and accrued expenses</td>
<td>17</td>
</tr>
<tr>
<td>18</td>
<td>Grants payable</td>
<td>18</td>
</tr>
<tr>
<td>19</td>
<td>Deferred revenue</td>
<td>19</td>
</tr>
<tr>
<td>20</td>
<td>Tax-exempt bond liabilities</td>
<td>20</td>
</tr>
<tr>
<td>21</td>
<td>Escrow or custodial account liability Complete Part IV of Schedule D</td>
<td>21</td>
</tr>
<tr>
<td>22</td>
<td>Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L</td>
<td>22</td>
</tr>
<tr>
<td>23</td>
<td>Secured mortgages and notes payable to unrelated third parties</td>
<td>23</td>
</tr>
<tr>
<td>24</td>
<td>Unsecured notes and loans payable to unrelated third parties</td>
<td>24</td>
</tr>
<tr>
<td>25</td>
<td>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</td>
<td>2,866,500</td>
</tr>
<tr>
<td>26</td>
<td><strong>Total liabilities.</strong> Add lines 17 through 25</td>
<td>2,866,500</td>
</tr>
</tbody>
</table>

**Organizations that follow SFAS 117 (ASC 958), check here \( \checkmark \) and complete lines 27 through 29, and lines 33 and 34.**

<table>
<thead>
<tr>
<th></th>
<th>(A) Beginning of year</th>
<th>(B) End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>27</td>
<td>Unrestricted net assets</td>
<td>-2,791,915</td>
</tr>
<tr>
<td>28</td>
<td>Temporarily restricted net assets</td>
<td>28</td>
</tr>
<tr>
<td>29</td>
<td>Permanently restricted net assets</td>
<td>29</td>
</tr>
</tbody>
</table>

**Organizations that do not follow SFAS 117 (ASC 958), check here \( \checkmark \) and complete lines 30 through 34.**

<table>
<thead>
<tr>
<th></th>
<th>(A) Beginning of year</th>
<th>(B) End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>30</td>
<td>Capital stock or trust principal, or current funds</td>
<td>30</td>
</tr>
<tr>
<td>31</td>
<td>Paid-in or capital surplus, or land, building or equipment fund</td>
<td>31</td>
</tr>
<tr>
<td>32</td>
<td>Retained earnings, endowment, accumulated income, or other funds</td>
<td>32</td>
</tr>
<tr>
<td>33</td>
<td>Total net assets or fund balances</td>
<td>-2,791,915</td>
</tr>
<tr>
<td>34</td>
<td>Total liabilities and net assets/fund balances</td>
<td>74,585</td>
</tr>
</tbody>
</table>
### Part XI  Reconciliation of Net Assets
Check if Schedule O contains a response to any question in this Part XI

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total revenue (must equal Part VIII, column (A), line 12)</td>
</tr>
<tr>
<td>2</td>
<td>Total expenses (must equal Part IX, column (A), line 25)</td>
</tr>
<tr>
<td>3</td>
<td>Revenue less expenses Subtract line 2 from line 1</td>
</tr>
<tr>
<td>4</td>
<td>Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))</td>
</tr>
<tr>
<td>5</td>
<td>Net unrealized gains (losses) on investments</td>
</tr>
<tr>
<td>6</td>
<td>Donated services and use of facilities</td>
</tr>
<tr>
<td>7</td>
<td>Investment expenses</td>
</tr>
<tr>
<td>8</td>
<td>Prior period adjustments</td>
</tr>
<tr>
<td>9</td>
<td>Other changes in net assets or fund balances (explain in Schedule O)</td>
</tr>
<tr>
<td>10</td>
<td>Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))</td>
</tr>
</tbody>
</table>

### Part XII  Financial Statements and Reporting
Check if Schedule O contains a response to any question in this Part XII

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
</table>
| 1 | Accounting method used to prepare the Form 990  
   □ Cash  □ Accrual  □ Other ________
   If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O | 2a | Yes |
| 2a | Were the organization's financial statements compiled or reviewed by an independent accountant?  
   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  
   □ Separate basis  □ Consolidated basis  □ Both consolidated and separate basis | 2a | No |
| 2b | Were the organization's financial statements audited by an independent accountant?  
   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  
   □ Separate basis  □ Consolidated basis  □ Both consolidated and separate basis | 2b | Yes |
| 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?  
   If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O | 2c | Yes |
| 3a | As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? | 3a | No |
| 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 in Schedule O and describe any steps taken to undergo such audits | 3b |  |
## SCHEDULE C
(Form 990 or 990-EZ)

### Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

➤ Complete if the organization is described below. ➤ Attach to Form 990 or Form 990-EZ.

See separate instructions.

**2012**

Open to Public Inspection

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### Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

1. Provide a description of the organization's direct and indirect political campaign activities in Part IV
2. Political expenditures
   - $21,729,974
3. Volunteer hours

### Part I-B Complete if the organization is exempt under section 501(c)(3).

1. Enter the amount of any excise tax incurred by the organization under section 4955
   - $__________
2. Enter the amount of any excise tax incurred by organization managers under section 4955
   - $__________
3. If the organization incurred a section 4955 tax, did it file Form 4720 for this year?
   - Yes □ No □
4a. Was a correction made?
   - Yes □ No □
   
   If "Yes," describe in Part IV

### Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).

1. Enter the amount directly expended by the filing organization for section 527 exempt function activities
   - $__________
2. Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities
   - $__________
3. Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b
   - $__________
4. Did the filing organization file Form 1120-POL for this year?
   - Yes □ No □

5. Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

<table>
<thead>
<tr>
<th>(a) Name</th>
<th>(b) Address</th>
<th>(c) EIN</th>
<th>(d) Amount paid from filing organization's funds If none, enter -0-</th>
<th>(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

---

For Paperwork Reduction Act Notice, see the instructions for Form 990 or 990-EZ.

Cat No 500845 Schedule C (Form 990 or 990-EZ) 2012
**Part II-A**  Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

A  Check □ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member’s name, address, EIN, expenses, and share of excess lobbying expenditures)

B  Check □ if the filing organization checked box A and "limited control" provisions apply

### Limits on Lobbying Expenditures
(The term "expenditures" means amounts paid or incurred.)

- **1a** Total lobbying expenditures to influence public opinion (grass roots lobbying)
- **1b** Total lobbying expenditures to influence a legislative body (direct lobbying)
- **1c** Total lobbying expenditures (add lines 1a and 1b)
- **1d** Other exempt purpose expenditures
- **1e** Total exempt purpose expenditures (add lines 1c and 1d)
- **1f** Lobbying nontaxable amount  Enter the amount from the following table in both columns

<table>
<thead>
<tr>
<th>If the amount on line 1e, column (a) or (b) is:</th>
<th>The lobbying nontaxable amount is:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Not over $500,000</td>
<td>20% of the amount on line 1e</td>
</tr>
<tr>
<td>Over $500,000 but not over $1,000,000</td>
<td>$100,000 plus 15% of the excess over $500,000</td>
</tr>
<tr>
<td>Over $1,000,000 but not over $1,500,000</td>
<td>$175,000 plus 10% of the excess over $1,000,000</td>
</tr>
<tr>
<td>Over $1,500,000 but not over $17,000,000</td>
<td>$225,000 plus 5% of the excess over $1,500,000</td>
</tr>
<tr>
<td>Over $17,000,000</td>
<td>$1,000,000</td>
</tr>
</tbody>
</table>

- **1g** Grassroots nontaxable amount (enter 25% of line 1f)
- **1h** Subtract line 1g from line 1a  If zero or less, enter -0-
- **1i** Subtract line 1f from line 1c  If zero or less, enter -0-
- **1j** If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?  □ Yes □ No

---

### 4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f on page 4.)

### Lobbying Expenditures During 4-Year Averaging Period

<table>
<thead>
<tr>
<th>Calendar year (or fiscal year beginning in)</th>
<th>(a) 2009</th>
<th>(b) 2010</th>
<th>(c) 2011</th>
<th>(d) 2012</th>
<th>(e) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>2a</strong> Lobbying nontaxable amount</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>b</strong> Lobbying ceiling amount (150% of line 2a, column(e))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>c</strong> Total lobbying expenditures</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>d</strong> Grassroots nontaxable amount</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>e</strong> Grassroots ceiling amount (150% of line 2d, column(e))</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>f</strong> Grassroots lobbying expenditures</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
**Part II-B** Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

For each "Yes" response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

<table>
<thead>
<tr>
<th></th>
<th>(a)</th>
<th>(b)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Yes</td>
<td>No</td>
<td>Amount</td>
</tr>
</tbody>
</table>

1. During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of
   a. Volunteers?
   b. Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?
   c. Media advertisements?
   d. Mailings to members, legislators, or the public?
   e. Publications, or published or broadcast statements?
   f. Grants to other organizations for lobbying purposes?
   g. Direct contact with legislators, their staffs, government officials, or a legislative body?
   h. Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?
   i. Other activities?
   j. Total Add lines 1c through 1i

2a. Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?
   b. If "Yes," enter the amount of any tax incurred under section 4912
   c. If "Yes," enter the amount of any tax incurred by organization managers under section 4912
   d. If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?

**Part III-A** Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
<td>1</td>
</tr>
<tr>
<td>2</td>
<td></td>
<td>2</td>
</tr>
<tr>
<td>3</td>
<td></td>
<td>3</td>
</tr>
</tbody>
</table>

**Part III-B** Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) and if either (a) BOTH Part III-A, lines 1 and 2, are answered "No" OR (b) Part III-A, line 3, is answered "Yes."

<table>
<thead>
<tr>
<th></th>
<th></th>
<th>1</th>
</tr>
</thead>
<tbody>
<tr>
<td>2a</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2b</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2c</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Part IV** Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, line 2, and Part II-B, line 1. Also, complete this part for any additional information.

<table>
<thead>
<tr>
<th>Identifier</th>
<th>Return Reference</th>
<th>Explanation</th>
</tr>
</thead>
<tbody>
<tr>
<td>ORGANIZATIONS DIRECT AND INDIRECT POLITICAL CAMPAIGN ACTIVITIES</td>
<td>PART I-A, LINE 1</td>
<td>CONTRIBUTIONS TO STATE AND LOCAL CANDIDATES FOR PUBLIC OFFICE AND TO NON FEDERAL POLITICAL COMMITTEES AND ORGANIZATIONS AS WELL AS TRANSFERS TO AFFILIATES' NON FEDERAL POLITICAL COMMITTEES COMMUNICATIONS TO THE GENERAL PUBLIC IN SUPPORT OF, OR IN OPPOSITION TO, CANDIDATES FOR STATE AND LOCAL PUBLIC OFFICE</td>
</tr>
</tbody>
</table>
Supplemental Financial Statements

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

1 Total number at end of year
2 Aggregate contributions to (during year)
3 Aggregate 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" to 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 (e.g., recreation or education)
   □ Preservation of an 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
   (a) Held at the End of the Year
      2a
      2b
      2c
      2d
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, and enforcing conservation easements during the year
7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year $ __________
8 Does each conservation easement reported on line 2(d) 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" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (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
1b If the organization elected, as permitted under SFAS 116 (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) Revenues included in 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 SFAS 116 (ASC 958) relating to these items
   a Revenues included in 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 are a 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 programs
   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” to 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

<table>
<thead>
<tr>
<th></th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1c</td>
<td></td>
</tr>
<tr>
<td>1d</td>
<td></td>
</tr>
<tr>
<td>1e</td>
<td></td>
</tr>
<tr>
<td>1f</td>
<td></td>
</tr>
</tbody>
</table>

2a  Did the organization include an amount on Form 990, Part X, line 21?
   □ 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” to Form 990, Part IV, line 10.

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

<table>
<thead>
<tr>
<th></th>
<th>(a)Current year</th>
<th>(b)Prior year</th>
<th>(c)Two years back</th>
<th>(d)Three years back</th>
<th>(e)Four years back</th>
</tr>
</thead>
</table>

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  Temporarily restricted endowment
      The percentages in 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
   (i) unrelated organizations
   (ii) related organizations
   □ Yes  □ No
   3a(i)
   3a(ii)

3b  If “Yes” to 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.  See Form 990, Part X, line 10.

<table>
<thead>
<tr>
<th>Description of property</th>
<th>(a) Cost or other basis (investment)</th>
<th>(b) Cost or other basis (other)</th>
<th>(c) Accumulated depreciation</th>
<th>(d) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a  Land</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1b  Buildings</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1c  Leasehold improvements</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1d  Equipment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1e  Other</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total.  Add lines 1a through 1e  (Column (d) must equal Form 990, Part X, column (B), line 10(c)).
### Part VII: Investments—Other Securities

See Form 990, Part X, line 12.

<table>
<thead>
<tr>
<th>(a) Description of security or category (including name of security)</th>
<th>(b) Book value</th>
<th>(c) Method of valuation Cost or end-of-year market value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Financial derivatives</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2) Closely-held equity interests</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total. (Column (b) must equal Form 990, Part X, col (B) line 12 )

### Part VIII: Investments—Program Related

See Form 990, Part X, line 13.

<table>
<thead>
<tr>
<th>(a) Description of investment type</th>
<th>(b) Book value</th>
<th>(c) Method of valuation Cost or end-of-year market value</th>
</tr>
</thead>
</table>

Total. (Column (b) must equal Form 990, Part X, col (B) line 13 )

### Part IX: Other Assets

See Form 990, Part X, line 15.

<table>
<thead>
<tr>
<th>(a) Description</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total. (Column (b) must equal Form 990, Part X, col (B) line 15 )

### Part X: Other Liabilities

See Form 990, Part X, line 25.

<table>
<thead>
<tr>
<th>(a) Description of liability</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>Federal income taxes</td>
<td></td>
</tr>
<tr>
<td>DUE TO OTHER FUNDS</td>
<td>2,886,500</td>
</tr>
</tbody>
</table>

Total. (Column (b) must equal Form 990, Part X, col (B) line 25 )

2. Fin 48 (ASC 740) Footnote: 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 FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII.
### Part XI  Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

<table>
<thead>
<tr>
<th></th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total revenue, gains, and other support per audited financial statements</td>
<td>316,438,595</td>
</tr>
<tr>
<td>2</td>
<td>Amounts included on line 1 but not on Form 990, Part VIII, line 12</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Net unrealized gains on investments</td>
<td>2a</td>
</tr>
<tr>
<td></td>
<td>b Donated services and use of facilities</td>
<td>2b</td>
</tr>
<tr>
<td></td>
<td>c Recoveries of prior year grants</td>
<td>2c</td>
</tr>
<tr>
<td></td>
<td>d Other (Describe in Part XIII )</td>
<td>2d</td>
</tr>
<tr>
<td></td>
<td>e Add lines 2a through 2d</td>
<td>2e</td>
</tr>
<tr>
<td>3</td>
<td>Subtract line 2e from line 1</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Amounts included on Form 990, Part VIII, line 12, but not on line 1</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Investment expenses not included on Form 990, Part VIII, line 7b</td>
<td>4a</td>
</tr>
<tr>
<td></td>
<td>b Other (Describe in Part XIII )</td>
<td>4b</td>
</tr>
<tr>
<td></td>
<td>c Add lines 4a and 4b</td>
<td>4c</td>
</tr>
<tr>
<td>5</td>
<td>Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th></th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total expenses and losses per audited financial statements</td>
<td>330,031,593</td>
</tr>
<tr>
<td>2</td>
<td>Amounts included on line 1 but not on Form 990, Part IX, line 25</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Donated services and use of facilities</td>
<td>2a</td>
</tr>
<tr>
<td></td>
<td>b Prior year adjustments</td>
<td>2b</td>
</tr>
<tr>
<td></td>
<td>c Other losses</td>
<td>2c</td>
</tr>
<tr>
<td></td>
<td>d Other (Describe in Part XIII )</td>
<td>2d</td>
</tr>
<tr>
<td></td>
<td>e Add lines 2a through 2d</td>
<td>2e</td>
</tr>
<tr>
<td>3</td>
<td>Subtract line 2e from line 1</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Amounts included on Form 990, Part IX, line 25, but not on line 1</td>
<td></td>
</tr>
<tr>
<td></td>
<td>a Investment expenses not included on Form 990, Part VIII, line 7b</td>
<td>4a</td>
</tr>
<tr>
<td></td>
<td>b Other (Describe in Part XIII )</td>
<td>4b</td>
</tr>
<tr>
<td></td>
<td>c Add lines 4a and 4b</td>
<td>4c</td>
</tr>
<tr>
<td>5</td>
<td>Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)</td>
<td></td>
</tr>
</tbody>
</table>

### Part XIII  Supplemental Information

Complete this part to 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.

<table>
<thead>
<tr>
<th>Identifier</th>
<th>Return Reference</th>
<th>Explanation</th>
</tr>
</thead>
<tbody>
<tr>
<td>PART XI, LINE 2D - OTHER ADJUSTMENTS</td>
<td></td>
<td>INCOME FROM RELATED ENTITIES</td>
</tr>
<tr>
<td>PART XII, LINE 2D - OTHER ADJUSTMENTS</td>
<td></td>
<td>EXPENSES FROM RELATED ENTITIES</td>
</tr>
</tbody>
</table>
Schedule J (Form 990)  
Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
Complete if the organization answered "Yes" to Form 990, Part IV, question 23.
Attach to Form 990. See separate instructions.

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 in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items

- [ ] First-class or charter travel
- [ ] Housing allowance or residence for personal use
- [ ] Travel for companions
- [ ] Payments for business use of personal residence
- [ ] Tax indemnification and gross-up payments
- [ ] Health or social club dues or initiation fees
- [ ] Discretionary spending account
- [ ] Personal services (e.g., maid, chauffeur, chef)

   Yes  No
   
1b  If any of the boxes in 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 officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3  Indicate which, if any, of the following the filing 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
- [ ] Written employment contract
- [ ] Independent compensation consultant
- [ ] Compensation survey or study
- [ ] Form 990 of other organizations
- [ ] Approval by the board or compensation committee

4  During the year, did any person listed in 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?
   No
   
   b  Participate in, or receive payment from, a supplemental nonqualified retirement plan?
   No
   
   c  Participate in, or receive payment from, an equity-based compensation arrangement?
   No

Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.

5  For persons listed in 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," to line 5a or 5b, describe in Part III

6  For persons listed in 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," to line 6a or 6b, describe in Part III

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

8  Were any amounts reported in 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

9  If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

For Paperwork Reduction Act Notice, see the Instructions for Form 990.
### Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

For each individual whose compensation must be reported in 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 are not 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.

<table>
<thead>
<tr>
<th>(A) Name and Title</th>
<th>(B) Breakdown of W-2 and/or 1099-MISC compensation</th>
<th>(C) Retirement and other deferred compensation</th>
<th>(D) Nontaxable benefits</th>
<th>(E) Total of columns (B)(i)-(D)</th>
<th>(F) Compensation reported as deferred in prior Form 990</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) ELISEO MEDINA</td>
<td>( \begin{array}{ll} (i) &amp; 0 \ (ii) &amp; 221,435 \end{array} )</td>
<td>( \begin{array}{ll} (i) &amp; 0 \ (ii) &amp; 4,258 \end{array} )</td>
<td>0</td>
<td>0</td>
<td>18,462</td>
</tr>
<tr>
<td>TREASURER</td>
<td></td>
<td></td>
<td>40,080</td>
<td>284,819</td>
<td></td>
</tr>
<tr>
<td>(2) MARY KAY HENRY</td>
<td>( \begin{array}{ll} (i) &amp; 0 \ (ii) &amp; 251,234 \end{array} )</td>
<td>( \begin{array}{ll} (i) &amp; 0 \ (ii) &amp; 4,831 \end{array} )</td>
<td>0</td>
<td>0</td>
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<tr>
<td>DESIGNATED</td>
<td></td>
<td></td>
<td>45,471</td>
<td>327,745</td>
<td></td>
</tr>
<tr>
<td>REPRESENTATIVE</td>
<td></td>
<td></td>
<td>18,453</td>
<td></td>
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<tr>
<td>(3) LANDON EWERS</td>
<td>( \begin{array}{ll} (i) &amp; 0 \ (ii) &amp; 114,730 \end{array} )</td>
<td>( \begin{array}{ll} (i) &amp; 0 \ (ii) &amp; 3,230 \end{array} )</td>
<td>0</td>
<td>10,553</td>
<td>150,532</td>
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<td>CUSTODIAN OF RECORDS</td>
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<td>20,953</td>
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</table>
### Part III Supplemental Information

Complete this part to 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

<table>
<thead>
<tr>
<th>Identifier</th>
<th>Return Reference</th>
<th>Explanation</th>
</tr>
</thead>
<tbody>
<tr>
<td>SUPPLEMENTAL INFORMATION</td>
<td>PART III</td>
<td>SEIU USES THE FOLLOWING TO ESTABLISH THE COMPENSATION OF ITS OFFICERS: COMPARABLE DATA, INDEPENDENT COMPENSATION CONSULTANT, AND APPROVAL BY COMPENSATION COMMITTEE AND THE BOARD. IF THE BOARD APPROVES ANNUAL INCREASES, THE OFFICERS RECEIVE THE SAME ANNUAL PERCENTAGE INCREASE AS SEIU MANAGEMENT EMPLOYEES</td>
</tr>
</tbody>
</table>
## Supplemental Information to Form 990 or 990-EZ

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

<table>
<thead>
<tr>
<th>Identifier</th>
<th>Return Reference</th>
<th>Explanation</th>
</tr>
</thead>
<tbody>
<tr>
<td>FORM 990, PART VI, SECTION A, LINE 8B</td>
<td>THE ENTITY DOES NOT HAVE COMMITTEES WITH AUTHORITY TO ACT ON ITS BEHALF</td>
<td></td>
</tr>
<tr>
<td>FORM 990, PART VI, SECTION B, LINE 11</td>
<td>A COPY OF THE FORM 990 WAS PROVIDED TO ALL MEMBERS OF THE BOARD FOR THEIR REVIEW AND COMMENT BEFORE IT WAS FILED. IN ADDITION TO REVIEW BY THIS GOVERNING BODY, THE FORM 990 IS CAREFULLY SCRUTINIZED BY SEIU’S FINANCE DEPARTMENT AND IT’S OUTSIDE AUDITORS. ALSO, IT IS PREPARED IN CONSULTATION WITH OUTSIDE TAX COUNSEL TO HELP ENSURE COMPLIANCE WITH ALL TAX REPORTING REQUIREMENTS</td>
<td></td>
</tr>
<tr>
<td>FORM 990, PART VI, SECTION B, LINE 12</td>
<td>SEIU IPEA IS A SECTION 527 SEPARATE SEGREGATED FUND OF SERVICE EMPLOYEES INTERNATIONAL UNION. SEIU IPEA ITSELF DOES NOT HAVE ANY EMPLOYEES. HOWEVER, ITS OFFICER IS AN SEIU EMPLOYEE AND IS COVERED, ALONG WITH THE FUND ITSELF, UNDER SERVICE EMPLOYEES INTERNATIONAL UNION POLICIES, SUCH AS THE CODE OF ETHICS, DOCUMENT RETENTION, AND WHISTLEBLOWER PROTECTION POLICIES</td>
<td></td>
</tr>
<tr>
<td>FORM 990, PART VI, SECTION C, LINE 19</td>
<td>THE ORGANIZATION DOES NOT HAVE GOVERNING DOCUMENTS, A CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS. SEE FORM 990, PART VI, SECTION B, LINE 12C ANSWER ABOVE</td>
<td></td>
</tr>
<tr>
<td>FORM 990, PART XII, LINE 2C</td>
<td>THE PROCESS HAS NOT CHANGED FROM PRIOR YEAR</td>
<td></td>
</tr>
</tbody>
</table>
# SCHEDULE R
## (Form 990)
### Related Organizations and Unrelated Partnerships

> Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.  
> Attach to Form 990.  
> See separate instructions.

### Part I  
**Identification of Disregarded Entities**  
(Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN (if applicable) of disregarded entity</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Total income</th>
<th>(e) End-of-year assets</th>
<th>(f) Direct controlling entity</th>
</tr>
</thead>
<tbody>
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</tbody>
</table>

### Part II  
**Identification of Related Tax-Exempt Organizations**  
(Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of related organization</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Exempt Code section</th>
<th>(e) Public charity status (if section 501(c)(3))</th>
<th>(f) Direct controlling entity</th>
<th>(g) Section 512(b)(13) controlled entity?</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>1</strong> 1800 MASSACHUSETTS AVENUE CORP 1800 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036 20-0451177</td>
<td>HOLDING TITLE TO REAL ESTATE FOR AN EXEMPT ORGANIZATION</td>
<td>DC</td>
<td>501(C)(2)</td>
<td>SEIU</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td><strong>2</strong> ARIZONA FAMILIES UNITED FOR STRONG COMMUNITIES 1802 EAST THOMAS ROAD PHOENIX, AZ 85016 20-1487940</td>
<td>IRC 527 POLITICAL ORGANIZATION</td>
<td>AZ</td>
<td>527</td>
<td>SEIU</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td><strong>3</strong> SEIU COMMITTEE ON POLITICAL EDUCATION 1800 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036 20-0859683</td>
<td>IRC 527 POLITICAL ORGANIZATION</td>
<td>DC</td>
<td>527</td>
<td>SEIU</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td><strong>4</strong> SEIU EDUCATION AND SUPPORT FUND 1800 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036 52-1761037</td>
<td>PROVIDING EDUCATION INFORMATION ON WORKPLACE SAFETY FOR BROAD PUBLIC</td>
<td>DC</td>
<td>501(C)(3)</td>
<td>LINE 7</td>
<td>SEIU</td>
<td>No</td>
</tr>
<tr>
<td><strong>5</strong> SEIU OHIO PAC 1800 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036 20-2573109</td>
<td>IRC 527 POLITICAL ORGANIZATION</td>
<td>DC</td>
<td>527</td>
<td>SEIU</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td><strong>6</strong> SERVICE EMPLOYEES INTERNATIONAL UNION 1800 MASSACHUSETTS AVENUE NW WASHINGTON, DC 20036 36-0852885</td>
<td>LABOR UNION ACTIVITIES</td>
<td>DC</td>
<td>501(C)(5)</td>
<td>SEIU</td>
<td>No</td>
<td></td>
</tr>
</tbody>
</table>

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For Paperwork Reduction Act Notice, see the Instructions for Form 990.  
Cat No 50135Y  
Schedule R (Form 990) 2012
### Part III  Identification of Related Organizations Taxable as a Partnership

(Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of related organization</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Direct controlling entity</th>
<th>(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)</th>
<th>(f) Share of total income</th>
<th>(g) Share of end-of-year assets</th>
<th>(h) Disproportionate allocations?</th>
<th>(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)</th>
<th>(j) General or managing partner?</th>
<th>(k) Percentage ownership</th>
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</table>

### Part IV  Identification of Related Organizations Taxable as a Corporation or Trust

(Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

| (a) Name, address, and EIN of related organization | (b) Primary activity | (c) Legal domicile (state or foreign country) | (d) Direct controlling entity | (e) Type of entity (C corp, S corp, or trust) | (f) Share of total income | (g) Share of end-of-year assets | (h) Percentage ownership | (i) Section 512 (b)(13) controlled entity? |
|------------------------------------------------|---------------------|---------------------------------------------|-----------------------------|-------------------------------------------------------------------------|------------------------|-----------------------------|-----------------------------|--------------------------------|--------------------------|
| | | | | | | | | | | |
### Transactions With Related Organizations

(Check all that apply)

**Note:** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

#### Line 1
- a. Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity
- b. Gift, grant, or capital contribution to related organization(s)
- c. Gift, grant, or capital contribution from related organization(s)
- d. Loans or loan guarantees to or for related organization(s)
- e. Loans or loan guarantees by related organization(s)
- f. Dividends from related organization(s)
- g. Sale of assets to related organization(s)
- h. Purchase of assets from related organization(s)
- i. Exchange of assets with related organization(s)
- j. Lease of facilities, equipment, or other assets to related organization(s)
- k. Lease of facilities, equipment, or other assets from related organization(s)
- l. Performance of services or membership or fundraising solicitations for related organization(s)
- m. Performance of services or membership or fundraising solicitations by related organization(s)
- n. Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- o. Sharing of paid employees with related organization(s)
- p. Reimbursement paid to related organization(s) for expenses
- q. Reimbursement paid by related organization(s) for expenses
- r. Other transfer of cash or property to related organization(s)
- s. Other transfer of cash or property from related organization(s)

#### Line 2
- If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

<table>
<thead>
<tr>
<th>(a) Name of other organization</th>
<th>(b) Transaction type (a-s)</th>
<th>(c) Amount involved</th>
<th>(d) Method of determining amount involved</th>
</tr>
</thead>
<tbody>
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</tbody>
</table>
Part VI  Unrelated Organizations Taxable as a Partnership  (Complete if the organization answered "Yes" to Form 990, Part IV, Line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

<table>
<thead>
<tr>
<th>(a) Name, address, and EIN of entity</th>
<th>(b) Primary activity</th>
<th>(c) Legal domicile (state or foreign country)</th>
<th>(d) Predominant income (related, unrelated, excluded from tax under section 512-514)</th>
<th>(e) Are all partners section 501(c)(3) organizations?</th>
<th>(f) Share of total income</th>
<th>(g) Share of end-of-year assets</th>
<th>(h) Disproportionate allocations?</th>
<th>(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)</th>
<th>(j) General or managing partner?</th>
<th>(k) Percentage ownership</th>
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</tbody>
</table>
### Part VII Supplemental Information

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

<table>
<thead>
<tr>
<th>Identifier</th>
<th>Return Reference</th>
<th>Explanation</th>
</tr>
</thead>
<tbody>
<tr>
<td>(a) Name, address, and EIN of related organization</td>
<td>(b) Primary Activity</td>
<td>(c) Legal Domicile (State or Foreign Country)</td>
</tr>
<tr>
<td>--------------------------------------------------</td>
<td>----------------------</td>
<td>---------------------------------------------</td>
</tr>
<tr>
<td>1800 MASSACHUSETTS AVENUE CORP</td>
<td>HOLDING TITLE TO REAL ESTATE FOR AN EXEMPT ORGANIZATION</td>
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<tr>
<td>1800 MASSACHUSETTS AVENUE NW</td>
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<tr>
<td>WASHINGTON, DC 20036</td>
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<tr>
<td>ARIZONA FAMILIES UNITED FOR STRONG COMMUNITIES</td>
<td>IRC 527 POLITICAL ORGANIZATION</td>
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<td>1802 EAST THOMAS ROAD</td>
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<td>PHOENIX, AZ 85016</td>
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<tr>
<td>SEIU EDUCATION AND SUPPORT FUND</td>
<td>PROVIDING EDUCATION INFORMATION ON WORKPLACE SAFETY FOR BROAD PUBLIC</td>
<td>DC</td>
</tr>
<tr>
<td>1800 MASSACHUSETTS AVENUE NW</td>
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<td>WASHINGTON, DC 20036</td>
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<tr>
<td>52-1761037</td>
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