Return of Organization Exempt From Income Tax

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

**Sign Here**

Signature of officer

JOHN FLANAGAN, PRESIDENT

type or print name and title

Date

**Paid**

Print/Type preparer’s name

PATRICK HOFFERT

Preparer’s signature

PATRICK HOFFERT

Date

Check if self-employed

PTIN

00979243

**Preparer**

Firm’s name

REILLY, PENNER & BENTON LLP

Firm’s EIN

39-0747409

**Use Only**

Firm’s address

1233 NORTH MAYFAIR RD, SUITE 302

MILWAUKEE, WI 53226-3255

Phone no. (414) 271-7800

May the IRS discuss this return with the preparer shown above? (see instructions)

X Yes  No

**Form 990 (2013)**

OMB No. 1545-0047

Open to Public Inspection

For Paperwork Reduction Act Notice, see the separate instructions.
1. Briefly describe the organization’s mission:
   TO BRING THE FULL SPECTRUM OF MUSIC THEATRE WORKS TO A WIDE AND DIVERSE AUDIENCE

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.

   a) (Code: ______ ) (Expenses $ 3,005,074. including grants of $ ) (Revenue $ 1,302,892.)
      THE SKYLIGHT PROVIDED A SEASON OF THREE OPERAS, THREE MUSICALS AND ONE MUSICAL REVUE

   b) (Code: ______ ) (Expenses $ 186,001. including grants of $ 500. ) (Revenue $ 7,180.)
      THE SKYLIGHT PROVIDED EDUCATIONAL PROGRAMMING FOR ADULTS AS WELL AS ELEMENTARY, MIDDLE AND HIGH SCHOOL STUDENTS, PREDOMINANTLY IN THE MILWAUKEE PUBLIC SCHOOL SYSTEM

   c) (Code: ______ ) (Expenses $ including grants of $ ) (Revenue $ )

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

   e) Total program service expenses ➤ $ 3,191,075.
Part IV Checklist of Required Schedules

1. Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)?
   If "Yes," complete Schedule A
   Yes No
   1 X

2. Is the organization required to complete Schedule B, Schedule of Contributors?
   Yes No
   2 X

3. Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I
   Yes No
   3 X

4. Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II
   Yes No
   4 X

5. Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III
   Yes No
   5 X

6. Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I
   Yes No
   6 X

7. Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II
   Yes No
   7 X

8. Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III
   Yes No
   8 X

9. Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV
   Yes No
   9 X

10. Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V
    Yes No
    10 X

11. If the organization’s answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.
    a. Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI
       Yes No
       11a X
    b. Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII
       Yes No
       11b X
    c. Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII
       Yes No
       11c X
    d. Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX
       Yes No
       11d X
    e. Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X
       Yes No
       11e X
    f. Did the organization’s separate or consolidated financial statements for the tax year include a footnote that addresses the organization’s liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X
       Yes No
       11f X

12a. Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII
    Yes No
    12a X

12b. Was the organization included in consolidated, independent audited financial statements for the tax year?
    If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional
    Yes No
    12b X

13. Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E
    Yes No
    13 X

14a. Did the organization maintain an office, employees, or agents outside of the United States?
    Yes No
    14a X

14b. Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? If "Yes," complete Schedule F, Parts I and IV
    Yes No
    14b X

15. Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV
    Yes No
    15 X

16. Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV
    Yes No
    16 X

17. Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I
    Yes No
    17 X

18. Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II
    Yes No
    18 X

19. Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III
    Yes No
    19 X

20a. Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H
    Yes No
    20a X

20b. If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?
    Yes No
    20b X
## Part IV Checklist of Required Schedules (continued)

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>21 Did the organization report more than $5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? If “Yes,” complete Schedule I, Parts I and II.</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>22 Did the organization report more than $5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? If “Yes,” complete Schedule I, Parts I and III.</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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.</td>
<td></td>
<td>X</td>
</tr>
<tr>
<td>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 25a.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Did the organization act as an “on behalf of” issuer for bonds outstanding at any time during the year?</td>
<td></td>
<td></td>
</tr>
<tr>
<td>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.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization’s prior Forms 990 or 990-EZ? If “Yes,” complete Schedule L, Part I.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>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.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>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):</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a A current or former officer, director, trustee, or key employee? If “Yes,” complete Schedule L, Part IV.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>b A family member of a current or former officer, director, trustee, or key employee? If “Yes,” complete Schedule L, Part IV.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>c 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.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>29 Did the organization receive more than $25,000 in non-cash contributions? If “Yes,” complete Schedule M.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If “Yes,” complete Schedule M.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>31 Did the organization liquidate, terminate, or dissolve and cease operations?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>If “Yes,” complete Schedule N, Part I.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If “Yes,” complete Schedule N, Part II.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>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.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>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.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>b If “Yes” to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If “Yes,” complete Schedule R, Part V, line 2.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>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.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>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.</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?</td>
<td>X</td>
<td></td>
</tr>
</tbody>
</table>

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

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 with 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?
   
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," to line 3b, 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)?
   
   
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?
   
5c. If "Yes," to line 5a or 5b, did the organization file Form 8886-T?
   
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 or 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

7e. Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
   
7f. Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
   
7g. If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?
   
7h. If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?
   
7i. Did the organization make a distribution to a donor, advisor, or related person?
   
7j. Did the organization make any taxable distributions under section 4966?
   
8. Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting 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 allow a distribution to a 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?
   
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
Section A. Governing Body and Management

1a Enter the number of voting members of the governing body at the end of the tax year ........................................... 1a 28

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.

1b Enter the number of voting members included in line 1a, above, who are independent ........................................... 1b 28

2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? ........................................... 2 X

3 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? ........................................... 3 X

4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? ........................................... 4 X

5 Did the organization become aware during the year of a significant diversion of the organization’s assets? ........................................... 5 X

6 Did the organization have members or stockholders? ........................................... 6 X

7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? ........................................... 7a X

b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? ........................................... 7b X

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:

a The governing body? ........................................................................... 8a X

b Each committee with authority to act on behalf of the governing body? ........................................................................... 8b X

9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization’s mailing address? If “Yes,” provide the names and addresses in Schedule O. ........................................... 9 X

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

10a Did the organization have local chapters, branches, or affiliates? ........................................................................... 10a X

b If “Yes,” did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization’s exempt purposes? ........................................................................... 10b

11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? ........................................................................... 11a X

d Describe in Schedule O the process, if any, used by the organization to review this Form 990. ........................................................................... 11b

12a Did the organization have a written conflict of interest policy? If “No,” go to line 13

b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? ........................................................................... 12b X

c Did the organization regularly and consistently monitor and enforce compliance with the policy? If “Yes,” describe in Schedule O how this was done. ........................................................................... 12c

13 Did the organization have a written whistleblower policy? ........................................................................... 13 X

14 Did the organization have a written document retention and destruction policy? ........................................................................... 14 X

15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?

a The organization’s CEO, Executive Director, or top management official ........................................................................... 15a X

b Other officers or key employees of the organization ........................................................................... 15b X

If “Yes” to line 15a or 15b, describe the process in Schedule O (see instructions).

16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? ........................................................................... 16a X

b If “Yes,” did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization’s exempt status with respect to such arrangements? ........................................................................... 16b

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed: WI

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

X Own website  X Another’s website  X Upon request  Other (explain in Schedule O)

19 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.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization:

CINDY HAAS  414-291-7811

158 N BROADWAY, MILWAUKEE, WI 53202-6038
### 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, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations.

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

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

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

<table>
<thead>
<tr>
<th>(A) Name and Title</th>
<th>(B) Average hours per week (do not check more than one box, unless person is both an officer and a director/trustee)</th>
<th>(C) Position</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) BARTELS, F. TESSA ESCAMILLA</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2) BIANCHINI, MARTA C.</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(3) BLISS, RICK</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(4) BULA, MICHAEL</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>VP OF MARKETING</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(5) EMORY, LAURA</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>VP OF STRATEGIC PLANNING</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(6) FLANAGAN, JOHN</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>PRESIDENT</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(7) FALCI, GERALD</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(8) FRASER, ALEXANDER</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(9) GODFREY, SUSAN</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
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<td></td>
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</tr>
<tr>
<td>(10) HARVEY, DAVID</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
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<td>0.</td>
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<tr>
<td>PAST PRESIDENT</td>
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<td></td>
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</tr>
<tr>
<td>(11) HAUSER, LESLIE</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>(12) HUBER, MARK</td>
<td>1.00</td>
<td>X</td>
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<td>0.</td>
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<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>(13) JOHNSON, VALERIE</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
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<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>(14) BOLENS, BARBARA</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
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<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
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<tr>
<td>(15) KLEIN, TRACEY</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>VP OF GOVERNANCE</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(16) layden, CHRISTOPHER D.</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>VP OF HUMAN RESOURCES</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(17) LUEDER, MICHAEL</td>
<td>1.00</td>
<td>X</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>TREASURER &amp; VP OF FINANCE</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Part VII: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

<table>
<thead>
<tr>
<th>(A) Name and title</th>
<th>(B) Average hours per week (list any hours for related organizations below 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>(18) MATTSON, MICHELLE</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(19) MICHAELS, WILLIAM</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(20) MILLER, HOWARD</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>VP OF DEVELOPMENT</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(21) MORATO-LINDVALL, SADHNA</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(22) NICOLAISEN, BRAD</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(23) WASIULLAH, MASOOD</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(24) QUADE, BRAD</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(25) RENZ, MARY ANN</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(26) SHANNON, JOHN</td>
<td>1.00 X</td>
<td>0. 0. 0.</td>
<td>0. 0. 0.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DIRECTOR</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

1b Sub-total | 0. 0. 0. | 0. 0. 0. | 0. 0. 0. |

c Total from continuation sheets to Part VII, Section A | 0. 0. 0. | 0. 0. 0. |
d Total (add lines 1b and 1c) | 0. 0. 0. | 0. 0. 0. |

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization | 0 |

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 | Yes X |

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? If "Yes," complete Schedule J for such individual | Yes X |

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person | Yes X |

### Section B. Independent Contractors

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

<table>
<thead>
<tr>
<th>(A) Name and business address</th>
<th>(B) Description of services</th>
<th>(C) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>NONE</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
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<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</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 | 0 |
<table>
<thead>
<tr>
<th>Name and title</th>
<th>Average hours per week (list any hours for related organizations below line)</th>
<th>Position (check all that apply)</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>27) STOLLENWERK, JOHN</td>
<td>1.00</td>
<td>F Past President</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>28) WILLIAMS-KILLACKLEY, JUDITH</td>
<td>1.00</td>
<td>F Director</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

Total to Part VII, Section A, line 1c
**Part VIII Statement of Revenue**

Check if Schedule O contains a response or note to any line 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 - 514</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a Federated campaigns</td>
<td>1a 599,885.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1b Membership dues</td>
<td>1b</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1c Fundraising events</td>
<td>1c 53,030.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1d Related organizations</td>
<td>1d</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1e Government grants (contributions)</td>
<td>1e 23,267.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1f All other contributions, gifts, grants, and similar amounts not included above</td>
<td>1f 833,863.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>h Total. Add lines 1a-1f</td>
<td>1,510,045.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2a TICKET SALES</td>
<td>711110 1,302,892.</td>
<td>1,302,892.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2b PERFORMANCE AND EDUCAT</td>
<td>711110 7,180.</td>
<td>7,180.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2c Performance and Education</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2d Performance and Education</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2e All other program service revenue</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>g Total. Add lines 2a-2f</td>
<td>1,310,072.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Investment income (including dividends, interest, and other similar amounts)</td>
<td></td>
<td>61,867.</td>
<td>61,867.</td>
<td></td>
</tr>
<tr>
<td>4 Income from investment of tax-exempt bond proceeds</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Royalties</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 a Gross rents</td>
<td>275,098.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 b Less: rental expenses</td>
<td>15,461.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 c Rental income or (loss)</td>
<td>259,637.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 d Net rental income or (loss)</td>
<td></td>
<td>259,637.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 a Gross amount from sales of assets other than inventory</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 b Less: cost or other basis and sales expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 c Gain or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 d Net gain or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 a Gross income from fundraising events (not including $53,030 of contributions reported on line 1c). See Part IV, line 18</td>
<td>107,542.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 b Less: direct expenses</td>
<td>70,497.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 c Net income or (loss) from fundraising events</td>
<td>37,045.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 a Gross income from gaming activities. See Part IV, line 19</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 b Less: direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 c Net income or (loss) from gaming activities</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 a Gross sales of inventory, less returns and allowances</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 b Less: cost of goods sold</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10 c Net income or (loss) from sales of inventory</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 a FACILITY FEES</td>
<td>900099 52,049.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 b HANDLING FEES</td>
<td>900099 32,645.</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>11 c BAR INCOME</td>
<td>900099 17,517.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 d All other revenue</td>
<td>900099 4,499.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e Total. Add lines 11a-11d</td>
<td>106,710.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Total revenue. See instructions.</td>
<td>3,285,376.</td>
<td>1,310,072.</td>
<td>0.465,259.</td>
<td></td>
</tr>
</tbody>
</table>

**SKYLIGHT MUSIC THEATRE CORP**

**Business Code**

**Form 990 (2013)**

**Page 9**
### 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).

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

#### | (A) Total expenses | (B) Program service expenses | (C) Management and general expenses | (D) Fundraising expenses |
---|---|---|---|---|
1. Grants and other assistance to governments and organizations in the United States. See Part IV, line 2. | 500 | 500 | | |
2. Grants and other assistance to individuals in the United States. See Part IV, line 22 | | | | |
3. Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16 | | | | |
4. Benefits paid to or for members | | | | |
5. Compensation of current officers, directors, trustees, and key employees | | | | |
6. Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) | | | | |
7. Other salaries and wages | 1,835,641 | 1,542,196 | 173,721 | 119,724 |
8. Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) | 198,108 | 165,645 | 23,350 | 9,113 |
9. Other employee benefits | 154,820 | 130,926 | 13,675 | 10,219 |
10. Payroll taxes | | | | |
11. Fees for services (non-employees): | | | | |
   a. Management | | | | |
   b. Legal | | | | |
   c. Accounting | 13,148 | 13,148 | | |
   d. Lobbying | | | | |
   e. Professional fundraising services. See Part IV, line 17 | | | | |
   f. Investment management fees | | | | |
   g. Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.) | 188,133 | 140,723 | 20,928 | 26,482 |
12. Advertising and promotion | 185,352 | 185,352 | | |
13. Office expenses | 115,776 | 101,036 | 9,543 | 5,197 |
14. Information technology | 57,848 | 42,566 | 9,271 | 6,011 |
15. Royalties | 140,369 | 140,369 | | |
16. Occupancy | 150,909 | 119,422 | 31,487 | | |
17. Travel | 38,740 | 38,740 | | |
18. Payments of travel or entertainment expenses for any federal, state, or local public officials | | | | |
19. Conferences, conventions, and meetings | | | | |
20. Interest | 32,026 | 25,621 | 6,405 | | |
21. Payments to affiliates | | | | |
22. Depreciation, depletion, and amortization | 197,070 | 158,251 | 38,819 | |
23. Insurance | 62,080 | 31,040 | 31,040 | | |
24. 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.) | | | | |
   a. PRODUCTION MATERIALS | 144,366 | 144,366 | | |
   b. MISC. EXPENSES | 79,287 | 51,998 | 22,598 | 4,691 |
   c. REPAIRS AND MAINTENANCE | 78,220 | 62,469 | 15,751 | | |
   d. HOUSING EXPENSE | 65,733 | 65,733 | | |
   e. All other expenses | 47,998 | 44,122 | 625 | 3,251 |
25. **Total functional expenses.** Add lines 1 through 24e | 3,786,124 | 3,191,075 | 410,361 | 184,688 |
26. **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)
### Part X Balance Sheet

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

<p>| | | | | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>(A)</td>
<td></td>
<td>(B)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>Beginning of year</td>
<td></td>
<td>End of year</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>---</td>
<td>-------------------</td>
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<td>--------------</td>
<td>---</td>
<td>---</td>
<td>---</td>
</tr>
<tr>
<td>1</td>
<td>Cash - non-interest-bearing</td>
<td></td>
<td>37,590.</td>
<td></td>
<td>27,580.</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Savings and temporary cash investments</td>
<td></td>
<td>122,581.</td>
<td></td>
<td>120,951.</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Pledges and grants receivable, net</td>
<td></td>
<td>193,486.</td>
<td></td>
<td>276,482.</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Accounts receivable, net</td>
<td></td>
<td>20,633.</td>
<td></td>
<td>20,146.</td>
<td></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></td>
<td></td>
<td></td>
<td></td>
<td></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 instr). Complete Part II of Sch L</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7</td>
<td>Notes and loans receivable, net</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8</td>
<td>Inventories for sale or use</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9</td>
<td>Prepaid expenses and deferred charges</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a</td>
<td>Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D</td>
<td></td>
<td>7,533,851.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10b</td>
<td>Less: accumulated depreciation</td>
<td></td>
<td>2,049,214.</td>
<td></td>
<td>1,919,535.</td>
<td></td>
</tr>
<tr>
<td>11</td>
<td>Investments - publicly traded securities</td>
<td></td>
<td>1,929,864.</td>
<td></td>
<td>1,978,253.</td>
<td></td>
</tr>
<tr>
<td>12</td>
<td>Investments - other securities. See Part IV, line 11</td>
<td></td>
<td>250,696.</td>
<td></td>
<td>276,931.</td>
<td></td>
</tr>
<tr>
<td>13</td>
<td>Investments - program-related. See Part IV, line 11</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>14</td>
<td>Intangible assets</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>15</td>
<td>Other assets. See Part IV, line 11</td>
<td></td>
<td>996.</td>
<td></td>
<td>1,118.</td>
<td></td>
</tr>
<tr>
<td>16</td>
<td>Total assets. Add lines 1 through 15 (must equal line 34)</td>
<td></td>
<td>4,697,285.</td>
<td></td>
<td>4,723,713.</td>
<td></td>
</tr>
<tr>
<td>17</td>
<td>Accounts payable and accrued expenses</td>
<td></td>
<td>58,561.</td>
<td></td>
<td>51,665.</td>
<td></td>
</tr>
<tr>
<td>18</td>
<td>Grants payable</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19</td>
<td>Deferred revenue</td>
<td></td>
<td>399,928.</td>
<td></td>
<td>377,785.</td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Tax-exempt bond liabilities</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21</td>
<td>Escrow or custodial account liability. Complete Part IV of Schedule D</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></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></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23</td>
<td>Secured mortgages and notes payable to unrelated third parties</td>
<td></td>
<td>444,471.</td>
<td></td>
<td>714,971.</td>
<td></td>
</tr>
<tr>
<td>24</td>
<td>Unsecured notes and loans payable to unrelated third parties</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></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></td>
<td>29,065.</td>
<td></td>
<td>50,992.</td>
<td></td>
</tr>
<tr>
<td>26</td>
<td>Total liabilities. Add lines 17 through 26</td>
<td></td>
<td>932,025.</td>
<td></td>
<td>1,195,413.</td>
<td></td>
</tr>
</tbody>
</table>

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

<p>| | | | | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>27</td>
<td>Unrestricted net assets</td>
<td></td>
<td>1,291,192.</td>
<td></td>
<td>993,249.</td>
<td></td>
</tr>
<tr>
<td>28</td>
<td>Temporarily restricted net assets</td>
<td></td>
<td>289,605.</td>
<td></td>
<td>350,588.</td>
<td></td>
</tr>
<tr>
<td>29</td>
<td>Permanently restricted net assets</td>
<td></td>
<td>2,184,463.</td>
<td></td>
<td>2,184,463.</td>
<td></td>
</tr>
</tbody>
</table>

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

<p>| | | | | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>30</td>
<td>Capital stock or trust principal, or current funds</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>31</td>
<td>Paid-in or capital surplus, or land, building, or equipment fund</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>32</td>
<td>Retained earnings, endowment, accumulated income, or other funds</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>33</td>
<td>Total net assets or fund balances</td>
<td></td>
<td>3,765,260.</td>
<td></td>
<td>3,528,300.</td>
<td></td>
</tr>
<tr>
<td>34</td>
<td>Total liabilities and net assets/fund balances</td>
<td></td>
<td>4,697,285.</td>
<td></td>
<td>4,723,713.</td>
<td></td>
</tr>
</tbody>
</table>

---

Form 990 (2013)

---
**Part XI | Reconciliation of Net Assets**

Check if Schedule O contains a response or note to any line 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>Donated services and use of facilities</td>
</tr>
<tr>
<td>6</td>
<td>Investment expenses</td>
</tr>
<tr>
<td>7</td>
<td>Prior period adjustments</td>
</tr>
<tr>
<td>8</td>
<td>Other changes in net assets or fund balances (explain in Schedule O)</td>
</tr>
<tr>
<td>9</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 or note to any line in this Part XII.

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Accounting method used to prepare the Form 990: □ Cash □ Accrual □ Other</td>
</tr>
<tr>
<td></td>
<td>If the organization changed its method of accounting from a prior year or checked “Other,” explain in Schedule O.</td>
</tr>
<tr>
<td>2a</td>
<td>Were the organization’s financial statements compiled or reviewed by an independent accountant?</td>
</tr>
<tr>
<td></td>
<td>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:</td>
</tr>
<tr>
<td></td>
<td>□ Separate basis □ Consolidated basis □ Both consolidated and separate basis</td>
</tr>
<tr>
<td>2b</td>
<td>Were the organization’s financial statements audited by an independent accountant?</td>
</tr>
<tr>
<td></td>
<td>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:</td>
</tr>
<tr>
<td></td>
<td>□ Separate basis □ Consolidated basis □ Both consolidated and separate basis</td>
</tr>
<tr>
<td>2c</td>
<td>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?</td>
</tr>
<tr>
<td></td>
<td>If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.</td>
</tr>
<tr>
<td>3a</td>
<td>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?</td>
</tr>
<tr>
<td></td>
<td>□ Yes □ No</td>
</tr>
<tr>
<td>3b</td>
<td>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</td>
</tr>
</tbody>
</table>

Form 990 (2013)
## Part I: Reason for Public Charity Status

All organizations must complete this part. See instructions.

<table>
<thead>
<tr>
<th>The organization is not a private foundation because it is:</th>
<th>(For lines 1 through 11, check only one box.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).</td>
</tr>
<tr>
<td>2</td>
<td>A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)</td>
</tr>
<tr>
<td>3</td>
<td>A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).</td>
</tr>
<tr>
<td>4</td>
<td>A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital’s name, city, and state:</td>
</tr>
<tr>
<td>5</td>
<td>An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)</td>
</tr>
<tr>
<td>6</td>
<td>A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).</td>
</tr>
<tr>
<td>7</td>
<td>An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)</td>
</tr>
<tr>
<td>8</td>
<td>A community trust described in section 170(b)(1)(A)(vii). (Complete Part II.)</td>
</tr>
<tr>
<td>9</td>
<td>An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)</td>
</tr>
<tr>
<td>10</td>
<td>An organization organized and operated exclusively to test for public safety. See section 509(a)(4).</td>
</tr>
<tr>
<td>11</td>
<td>An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.</td>
</tr>
<tr>
<td>a</td>
<td>Type I</td>
</tr>
<tr>
<td>b</td>
<td>Type II</td>
</tr>
<tr>
<td>c</td>
<td>Type III - Functionally integrated</td>
</tr>
<tr>
<td>d</td>
<td>Type III - Non-functionally integrated</td>
</tr>
</tbody>
</table>

### Type I

By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

### Type II

If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box.

### Type III

Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons? Check one box for each person.

| (i) | A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? |
| (ii) | A family member of a person described in (i) above? |
| (iii) | A 35% controlled entity of a person described in (i) or (ii) above? |

### Supporting Organization Information

#### Name of supported organization

#### EIN

#### Type of organization (described on lines 1-9 above or IRC section (see instructions))

#### Is the organization in col. (i) listed in your governing document? (Yes or No)

#### Did you notify the organization in col. (i) of your support? (Yes or No)

#### Is the organization in col. (i) organized in the U.S.? (Yes or No)

#### Amount of monetary support

---

**Total**

**LHA**

For Paperwork Reduction Act Notice, see the Instructions for Schedule A (Form 990 or 990-EZ) 2013 Form 990 or 990-EZ.
## Section A. Public Support

**Calendar year (or fiscal year beginning in):**

<table>
<thead>
<tr>
<th></th>
<th>(a) 2009</th>
<th>(b) 2010</th>
<th>(c) 2011</th>
<th>(d) 2012</th>
<th>(e) 2013</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>2,181,281</td>
<td>1,617,859</td>
<td>1,425,327</td>
<td>1,138,059</td>
<td>1,510,045</td>
<td>7,872,571</td>
</tr>
<tr>
<td>2</td>
<td>Tax revenues levied for the organization’s benefit and either paid to or expended on its behalf</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>The value of services or facilities furnished by a governmental unit to the organization without charge</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Total. Add lines 1 through 3</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>2,181,281</td>
</tr>
<tr>
<td>5</td>
<td>The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>559,160</td>
</tr>
<tr>
<td>6</td>
<td>Public support. Subtract line 5 from line 4</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>7,313,411</td>
</tr>
</tbody>
</table>

## Section B. Total Support

**Calendar year (or fiscal year beginning in):**

<table>
<thead>
<tr>
<th></th>
<th>(a) 2009</th>
<th>(b) 2010</th>
<th>(c) 2011</th>
<th>(d) 2012</th>
<th>(e) 2013</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>7</td>
<td>Amounts from line 4</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>2,181,281</td>
</tr>
<tr>
<td>8</td>
<td>Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>354,962</td>
</tr>
<tr>
<td>9</td>
<td>Net income from unrelated business activities, whether or not the business is regularly carried on</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>85,073</td>
</tr>
<tr>
<td>10</td>
<td>Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>10,072,990</td>
</tr>
<tr>
<td>11</td>
<td>Total support. Add lines 7 through 10</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>5,846,133</td>
</tr>
</tbody>
</table>

## Section C. Computation of Public Support Percentage

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th>14</th>
<th></th>
<th></th>
<th>15</th>
<th></th>
<th></th>
<th>16a</th>
<th>17a</th>
<th>18</th>
</tr>
</thead>
<tbody>
<tr>
<td>14</td>
<td>Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))</td>
<td></td>
<td></td>
<td>72.60%</td>
<td></td>
<td></td>
<td>72.39%</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>16a</td>
<td>33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization</td>
<td>X</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>17a</td>
<td>10% -facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the &quot;facts-and-circumstances&quot; test, check this box and stop here. Explain in Part IV how the organization meets the &quot;facts-and-circumstances&quot; test. The organization qualifies as a publicly supported organization</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>18</td>
<td>Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

#### Section A. Public Support

<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) 2013</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gifts, grants, contributions, and membership fees received. (Do not include any &quot;unusual grants.&quot;)</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization’s tax-exempt purpose</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>3 Gross receipts from activities that are not an unrelated trade or business under section 513</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>4 Tax revenues levied for the organization’s benefit and either paid to or expended on its behalf</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>5 The value of services or facilities furnished by a governmental unit to the organization without charge</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>6 Total. Add lines 1 through 5</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>7a Amounts included on lines 1, 2, and 3 received from disqualified persons</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>7b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>8 Public support percentage (multiply line 7c by line 13)</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
</tbody>
</table>

<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) 2013</th>
<th>(f) Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>9 Amounts from line 6</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>10b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>13 Total support. (Add lines 9, 10c, 11, and 12.)</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
<td>……</td>
</tr>
<tr>
<td>14 First five years. If the Form 990 is for the organization’s first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here</td>
<td>[ ]</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### Section C. Computation of Public Support Percentage

<table>
<thead>
<tr>
<th>15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))</th>
<th>15</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>16 Public support percentage from 2012 Schedule A, Part III, line 15</td>
<td>16</td>
<td>%</td>
</tr>
</tbody>
</table>

#### Section D. Computation of Investment Income Percentage

<table>
<thead>
<tr>
<th>17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))</th>
<th>17</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>18 Investment income percentage from 2012 Schedule A, Part III, line 17</td>
<td>18</td>
<td>%</td>
</tr>
<tr>
<td>19a 33 1/3% support tests - 2013. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization</td>
<td>[ ]</td>
<td></td>
</tr>
<tr>
<td>19b 33 1/3% support tests - 2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization</td>
<td>[ ]</td>
<td></td>
</tr>
</tbody>
</table>

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions
Part IV Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions.)
**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.

<table>
<thead>
<tr>
<th>Line</th>
<th>Description</th>
<th>(a) Donor advised funds</th>
<th>(b) Funds and other accounts</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Total number at end of year</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>Aggregate contributions to (during year)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>Aggregate grants from (during year)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>Aggregate value at end of year</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>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?</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>6</td>
<td>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?</td>
<td>Yes</td>
<td>No</td>
</tr>
</tbody>
</table>

**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)
   - Protection of natural habitat
   - Preservation of open space
   - Preservation of an historically important land area
   - Preservation of a certified historic structure

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.
   - Total number of conservation easements
   - Total acreage restricted by conservation easements
   - Number of conservation easements on a certified historic structure included in (a)
   - Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register
   - Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year
   - 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 |
   - Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year
   - Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year
   - 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 |

3. 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

   If “Yes,” explain the arrangement in Part XIII and complete the following table:

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

2a  Did the organization include an amount on Form 990, Part X, line 21?

   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
   (a) Current year  2,180,560.
   (b) Prior year  2,372,150.
   (c) Two years back  2,500,912.
   (d) Three years back  2,489,463.
   (e) Four years back  2,456,225.

   Contributions
   (a) Current year  33,238.

   Net investment earnings, gains, and losses
   (a) Current year  325,611.

   Grants or scholarships
   (a) Current year  248,441.

   Other expenditures for facilities and programs
   (a) Current year  2,546.

   Administrative expenses
   (a) Current year  2,546.

   End of year balance
   (a) Current year  2,255,184.

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

   a. Board designated or quasi-endowment  3.00%
   b. Permanent endowment  97.00%
   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

   If “Yes” to 3a(ii), are the related organizations listed as required on Schedule R?

3b  Describe in Part XIII the intended uses of the organization’s endowment funds.

Part VI  Land, Buildings, and Equipment.

Complete if the organization answered “Yes” to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

   Description of property  (a) Cost or other basis (investment)  (b) Cost or other basis (other)  (c) Accumulated depreciation  (d) Book value

   1a  Land  84,056.
   b  Buildings  6,162,326.  4,472,266.  1,690,060.
   c  Leasehold improvements  284,962.  265,061.  19,901.
   d  Equipment  870,493.  763,910.  106,583.
   e  Other  132,014.  113,079.  18,935.

Total.  Add lines 1a through 1e.  (Column (d) must equal Form 990, Part X, column (B), line 10(c)).  1,919,535.
### Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. 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>(3) Other</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(A) GREATER MILWAUKEAN FOUNDATION</td>
<td>276,931.</td>
<td>END-OF-YEAR MARKET VALUE</td>
</tr>
<tr>
<td>(C)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(D)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(E)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(F)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(G)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(H)</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)</strong></td>
<td>276,931.</td>
<td></td>
</tr>
</tbody>
</table>

### Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

<table>
<thead>
<tr>
<th>(a) Description of investment</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)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(2)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(3)</td>
<td></td>
<td></td>
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<tr>
<td>(4)</td>
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<tr>
<td>(5)</td>
<td></td>
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<tr>
<td>(6)</td>
<td></td>
<td></td>
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<tr>
<td>(7)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(8)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>(9)</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)</strong></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

<table>
<thead>
<tr>
<th>(a) Description</th>
<th>(b) Book value</th>
</tr>
</thead>
<tbody>
<tr>
<td>(1)</td>
<td></td>
</tr>
<tr>
<td>(2)</td>
<td></td>
</tr>
<tr>
<td>(3)</td>
<td></td>
</tr>
<tr>
<td>(4)</td>
<td></td>
</tr>
<tr>
<td>(5)</td>
<td></td>
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<tr>
<td>(6)</td>
<td></td>
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<tr>
<td>(7)</td>
<td></td>
</tr>
<tr>
<td>(8)</td>
<td></td>
</tr>
<tr>
<td>(9)</td>
<td></td>
</tr>
<tr>
<td><strong>Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)</strong></td>
<td></td>
</tr>
</tbody>
</table>

### Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. | (a) Description of liability | (b) Book value |
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>(1) Federal income taxes</td>
<td></td>
</tr>
<tr>
<td>(2) SALES TAX PAYABLE</td>
<td>4,759</td>
</tr>
<tr>
<td>(3) CAPITAL LEASE OBBlIGATION</td>
<td>25,573</td>
</tr>
<tr>
<td>(4) SECURITY DEPOSITS</td>
<td>2,500</td>
</tr>
<tr>
<td>(5) OTHER LIABILITIES</td>
<td>18,160</td>
</tr>
<tr>
<td>(6)</td>
<td></td>
</tr>
<tr>
<td>(7)</td>
<td></td>
</tr>
<tr>
<td>(8)</td>
<td></td>
</tr>
<tr>
<td>(9)</td>
<td></td>
</tr>
<tr>
<td><strong>Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)</strong></td>
<td>50,992</td>
</tr>
</tbody>
</table>

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII. [X]
Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

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

1. Total revenue, gains, and other support per audited financial statements

2. Amounts included on line 1 but not on Form 990, Part VIII, line 12:
   a. Net unrealized gains on investments
   b. Donated services and use of facilities
   c. Recoveries of prior year grants
   d. Other (Describe in Part XIII.)
   e. Add lines 2a through 2d

3. Subtract line 2e from line 1

4. Amounts included on Form 990, Part VIII, line 12, but not on line 1:
   a. Investment expenses not included on Form 990, Part VIII, line 7b
   b. Other (Describe in Part XIII.)
   c. Add lines 4a and 4b

5. Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

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

1. Total expenses and losses per audited financial statements

2. Amounts included on line 1 but not on Form 990, Part IX, line 25:
   a. Donated services and use of facilities
   b. Prior year adjustments
   c. Other losses
   d. Other (Describe in Part XIII.)
   e. Add lines 2a through 2d

3. Subtract line 2e from line 1

4. Amounts included on Form 990, Part IX, line 25, but not on line 1:
   a. Investment expenses not included on Form 990, Part VIII, line 7b
   b. Other (Describe in Part XIII.)
   c. Add lines 4a and 4b

5. Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)

Supplemental Information.

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

PART V, LINE 4:

EXPLANATION: USE INTEREST/EARNINGS TO SUPPORT OPERATIONS

PART X, LINE 2:

EXPLANATION: THE ORGANIZATION HAS IMPLEMENTED ACCOUNTING FOR UNCERTAINTY IN INCOME TAXES IN ACCORDANCE WITH U.S. GAAP. THIS STANDARD DESCRIBES A REC�CKEN THRESHOLD AND MEASUREMENT ATTRIBUTE FOR FINANCIAL STATEMENT REÇCITION AND MEASUREMENT OF A TAX POSITION TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN AND ALSO PROVIDES GUIDANCE ON VARIOUS RELATED MATTERS SUCH AS DERECOGNIZING, INTEREST, PENALTIES AND DISCLOSURE REQUIRED. MANAGEMENT OF THE ORGANIZATION EVALUATES THE UNCERTAIN TAX POSITIONS TAKEN, IF ANY. THE ORGANIZATION RECOGNIZES INTEREST AND
PENALTIES, IF ANY, RELATED TO UNRECOGNIZED TAX LIABILITIES IN INCOME TAX EXPENSE. MANAGEMENT DOES NOT BELIEVE THERE ARE ANY UNCERTAIN TAX POSITIONS.


PART XI, LINE 4B - OTHER ADJUSTMENTS:
RENTAL EXPENSES -15,461.

PART XII, LINE 2D - OTHER ADJUSTMENTS:
RENTAL EXPENSES 15,461.
Supplemental Information Regarding Fundraising or Gaming Activities

**Part I**

**Fundraising Activities.** Complete if the organization answered “Yes” to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1. Indicate whether the organization raised funds through any of the following activities. Check all that apply.
   - **a** Mail solicitations
   - **b** Internet and email solicitations
   - **c** Phone solicitations
   - **d** In-person solicitations
   - **e** Solicitation of non-government grants
   - **f** Solicitation of government grants
   - **g** Special fundraising events

2. Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?
   - **Yes**
   - **No**

   If “Yes,” list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization.

<table>
<thead>
<tr>
<th>(i) Name and address of individual or entity (fundraiser)</th>
<th>(ii) Activity</th>
<th>(iii) Did fundraiser have custody or control of contributions?</th>
<th>(iv) Gross receipts from activity</th>
<th>(v) Amount paid to (or retained by) fundraiser listed in col. (i)</th>
<th>(vi) Amount paid to (or retained by) organization</th>
</tr>
</thead>
</table>

   **Total**

3. List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

   ...

---

**Note:** For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.
### Part II: Fundraising Events

Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than $15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than $5,000.

<table>
<thead>
<tr>
<th>Revenue</th>
<th>(a) Event #1</th>
<th>(b) Event #2</th>
<th>(c) Other events</th>
<th>(d) Total events (add col. (a) through col. (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Gala</td>
<td>Food Tasting</td>
<td></td>
<td></td>
</tr>
<tr>
<td>1 Gross receipts</td>
<td>123,830.</td>
<td>5,965.</td>
<td>30,777.</td>
<td>160,572.</td>
</tr>
<tr>
<td>3 Gross income (line 1 minus line 2)</td>
<td>70,800.</td>
<td>5,965.</td>
<td>30,777.</td>
<td>107,542.</td>
</tr>
<tr>
<td>4 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Noncash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Food and beverages</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Entertainment</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Other direct expenses</td>
<td>66,380.</td>
<td>723.</td>
<td>3,394.</td>
<td>70,497.</td>
</tr>
</tbody>
</table>

#### Direct Expenses

<table>
<thead>
<tr>
<th>Revenue</th>
<th>(a) Bingo</th>
<th>(b) Pull tabs/instant bingo/progressive bingo</th>
<th>(c) Other gaming</th>
<th>(d) Total gaming (add col. (a) through col. (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross revenue</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Noncash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Other direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6 Volunteer labor</td>
<td>Yes</td>
<td>%</td>
<td>Yes</td>
<td>%</td>
</tr>
<tr>
<td>7 Direct expense summary. Add lines 2 through 5 in column (d)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Net gaming income summary. Subtract line 7 from line 1, column (d)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Part III: Gaming

Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than $15,000 on Form 990-EZ, line 6a.

<table>
<thead>
<tr>
<th>Revenue</th>
<th>(a) Bingo</th>
<th>(b) Pull tabs/instant bingo/progressive bingo</th>
<th>(c) Other gaming</th>
<th>(d) Total gaming (add col. (a) through col. (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Gross revenue</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 Cash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Noncash prizes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Rent/facility costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Other direct expenses</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

9 Enter the state(s) in which the organization operates gaming activities:

a Is the organization licensed to operate gaming activities in each of these states? □ Yes □ No

b If "No," explain: ____________________________

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? □ Yes □ No

b If "Yes," explain: ____________________________
Does the organization operate gaming activities with nonmembers? □ Yes □ No

Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? □ Yes □ No

Indicate the percentage of gaming activity operated in:

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>The organization's facility</td>
</tr>
<tr>
<td>b</td>
<td>An outside facility</td>
</tr>
</tbody>
</table>

Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ►

Address ►

Does the organization have a contract with a third party from whom the organization receives gaming revenue? □ Yes □ No

If "Yes," enter the amount of gaming revenue received by the organization ► $ □ $ and the amount of gaming revenue retained by the third party ► $ □ $ .

If "Yes," enter name and address of the third party:

Name ►

Address ►

Gaming manager information:

Name ►

Gaming manager compensation ► $ □ $

Description of services provided ►

□ Director/officer □ Employee □ Independent contractor

Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? □ Yes □ No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► $ .

Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).
FORM 990, PART VI, SECTION B, LINE 11:
EXPLANATION: THE FINANCE COMMITTEE IS EMAILED THE FORM 990 PRIOR TO SUBMISSION FOR REVIEW, HOWEVER THE ENTIRE BOARD DOES NOT RECEIVE A COPY

FORM 990, PART VI, SECTION B, LINE 12C:
EXPLANATION: ALL BOARD AND COMMITTEE MEMBERS ARE REQUIRED TO DISCLOSE IN WRITING ANNUALLY VIA A QUESTIONNAIRE ANY CONFLICTS OF INTEREST RELATED TO THE ORGANIZATION

FORM 990, PART VI, SECTION B, LINE 15:
EXPLANATION: MANAGING DIRECTOR'S COMPENSATION IS DECIDED BY THE BOARD OF DIRECTORS AFTER REVIEWING AVAILABLE INFORMATION FOR SIMILAR POSITIONS AVAILABLE TO THE PUBLIC. THE BOARD AND TOP MANAGEMENT ARE WELL ACQUAINTED WITH THE MARKET VALUE OF SIMILAR POSITIONS OF OFFICERS AND KEY EMPLOYEES IN THE INDUSTRY.

FORM 990, PART VI, SECTION C, LINE 19:
EXPLANATION: FINANCIAL STATEMENTS AND FORM 990 ARE POSTED ON OUR WEBSITE AND GUIDESTAR. OTHER DOCUMENTS WOULD BE AVAILABLE BY REQUEST.

FORM 990, PART XII, LINE 2C, AUDIT OVERSIGHT PROCESS:
EXPLANATION: NO CHANGE IN THE OVERSIGHT PROCESS DURING THE YEAR.