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## 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)

2009

► The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

For the 2009 calendar year, or tax year beginning

, 2009, and ending

<b>B</b> Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C</b> Name of organization <b>American Gas Association</b>			<b>D</b> Employer Identification Number <b>13-0431590</b>		
	Number and street (or P O box if mail is not delivered to street addr) <b>400 N. Capitol Street, N.W.</b>			Room/suite	450	
	City, town or country <b>Washington</b>			State	ZIP code + 4	
				DC	20001	
	<b>F</b> Name and address of principal officer  <b>Kevin M Hardardt 400 North Capitol St , NW Washington DC 20001</b>			<b>G</b> Gross receipts \$ 48,991,764.		
				<b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If 'No,' attach a list (see instructions)		
<b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c) (6) ▶ (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			<b>J</b> Website: ► <a href="http://www.agaa.org">www.agaa.org</a>			
<b>K</b> Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►			<b>L</b> Year of Formation 1971 <b>M</b> State of legal domicile DE			

**Part I** Summary

<b>Activities &amp; Governance</b>  <b>2</b> Check this box ► <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its assets <b>3</b> Number of voting members of the governing body (Part VI, line 1a) <b>4</b> Number of independent voting members of the governing body (Part VI, line 1b) <b>5</b> Total number of employees (Part V, line 2a) <b>6</b> Total number of volunteers (estimate if necessary) <b>7a</b> Total gross unrelated business revenue from Part VIII, Icolumn (C), line 12 <b>b</b> Net unrelated business taxable income from Form 990-T, line 34	<b>SEE SCHEDULE O</b>	
	3	42
	4	42
	5	90
	6	3,335
	7a	535,088.
	7b	198,054.
<b>Revenue</b>  <b>8</b> Contributions and grants (Part VIII, line 1h) <b>9</b> Program service revenue (Part VIII, line 2g) <b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d) <b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) <b>12</b> Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	<b>Prior Year</b>	<b>Current Year</b>
	0.	0.
	23,410,929.	22,686,152.
	782,507.	-1,531,585.
	955,789.	996,058.
	25,149,225.	22,150,625.
	0.	0.
	0.	0.
	14,808,970.	17,232,052.
	0.	0.
<b>Expenses</b>  <b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3) <b>14</b> Benefits paid to or for members (Part IX, column (A), line 4) <b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) <b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e) <b>b</b> Total fundraising expenses (Part IX, column (D), line 25) <b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f) <b>18</b> Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25) <b>19</b> Revenue less expenses Subtract line 18 from line 12	<b>Prior Year</b>	<b>Current Year</b>
	0.	0.
	11,536,338.	9,314,255.
	26,345,308.	26,546,307.
	-1,196,083.	-4,395,682.
<b>Net Assets or Fund Balances</b>  <b>20</b> Total assets (Part X, line 16) <b>21</b> Total liabilities (Part X, line 26) <b>22</b> Net assets or fund balances Subtract line 21 from line 20	<b>Beginning of Year</b>	<b>End of Year</b>
	29,423,591.	33,137,994.
	31,086,438.	25,881,872.
	-1,662,847.	7,256,122.

**Part II** Signature Block

<b>Sign Here</b>  <b>►</b>  Signature of officer	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.			
	<b>11/12/2010</b> Date			
<b>Paid Preparer's Use Only</b>  <b>►</b> <b>Kevin M. Hardardt</b> Type or print name and title	<b>Chief Fin'l &amp; Admin Officer</b>			
	Preparer's signature ►	Date	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number (see instructions)
Firm's name (or yours if self-employed), address, and ZIP + 4 ►			EIN ►	
			Phone no ►	

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

 Yes  No

BAA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

TEEA0101 07/20/09 Form 990 (2009)

**Part III Statement of Program Service Accomplishments**1 Briefly describe the organization's mission

See Schedule O

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

If 'Yes,' describe these new services on Schedule O

 Yes  No3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

If 'Yes,' describe these changes on Schedule O

 Yes  No4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a (Code \_\_\_\_\_) (Expenses \$ \_\_\_\_\_ including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

(See Schedule O)

4b (Code \_\_\_\_\_) (Expenses \$ \_\_\_\_\_ including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

(See Schedule O)

4c (Code \_\_\_\_\_) (Expenses \$ \_\_\_\_\_ including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

(See Schedule O)

4d Other program services (Describe in Schedule O)

(Expenses \$ \_\_\_\_\_ including grants of \$ \_\_\_\_\_)

) (Revenue \$ \_\_\_\_\_)

4e Total program service expenses ►

## Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A	1	X
2 Is the organization required to complete Schedule B, Schedule of Contributors?	2	X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I	3	X
4 <b>Section 501(c)(3) organizations</b> Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II	4	
5 <b>Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.</b> Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? If 'Yes,' complete Schedule C, Part III	5	X
6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If 'Yes,' complete Schedule D, Part I	6	X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas or historic structures? If 'Yes,' complete Schedule D, Part II	7	X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III	8	X
9 Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If 'Yes,' complete Schedule D, Part IV	9	X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? If 'Yes,' complete Schedule D, Part V	10	X
11 Is the organization's answer to any of the following questions 'Yes'? If so, complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable	11	X
• Did the organization report an amount for land, buildings and equipment in Part X, line 10? If 'Yes,' complete Schedule D, Part VI		
• 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		
• 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		
• 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		
• Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X		
• 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? If 'Yes,' complete Schedule D, Part X		
12 Did the organization obtain separate, independent audited financial statement for the tax year? If 'Yes,' complete Schedule D, Parts XI, XII, and XIII	12	X
12A Was the organization included in consolidated, independent audited financial statement for the tax year? If 'Yes,' completing Schedule D, Parts XI, XII, and XIII is optional	12 A	X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E	13	X
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? If 'Yes,' complete Schedule F, Part I	14b	X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If 'Yes,' complete Schedule F, Part II	15	X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If 'Yes,' complete Schedule F, Part III	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	17	X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If 'Yes,' complete Schedule G, Part II	18	X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If 'Yes,' complete Schedule G, Part III	19	X
20 Did the organization operate one or more hospitals? If 'Yes,' complete Schedule H	20	X

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

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II	21	X
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	22	X
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	23	X
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, and that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25	24a	X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
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?	24c	
d Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?	24d	
25a <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I	25a	
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	25b	
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If 'Yes,' complete Schedule L, Part II	26	X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? If 'Yes,' complete Schedule L, Part III	27	X
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	X
a A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28b	X
b A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV	28c	X
c An entity of which a current or former officer, director, trustee, or key employee of the organization (or a family member) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV	29	X
29 Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M	30	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M	31	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I	32	X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II	33	X
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	34	X
34 Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1	35	X
35 Is any related organization a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' complete Schedule R, Part V, line 2	36	
36 <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2	37	X
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	38	
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O		

BAA

Form 990 (2009)

## Part V | Statements Regarding Other IRS Filings and Tax Compliance

		Yes	No
1a	Enter the number reported in Box 3 of form 1096, Annual Summary and Transmittal of U S Information Returns. Enter -0- if not applicable	36	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	0	
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
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	90	
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 this return (see instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?		
b	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)?		
b	If 'Yes,' enter the name of the foreign country: ►  See the instructions for exceptions and 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?	X	
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	X	
c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding 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?		
b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not deductible?		
7	<b>Organizations that may receive deductible contributions under section 170(c).</b>		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		
b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		
d	If 'Yes,' indicate the number of Forms 8282 filed during the year	7d	
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?		
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?		
8	<b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> 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	<b>Sponsoring organizations maintaining donor advised funds.</b>		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make any distribution to a donor, donor advisor, or related person?		
10	<b>Section 501(c)(7) organizations.</b> Enter		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross Receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	<b>Section 501(c)(12) organizations.</b> Enter		
a	Gross income from other members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b	
12a	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?		
b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b	

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

### Section A. Governing Body and Management

1a Enter the number of voting members of the governing body **1a 42**  
 b Enter the number of voting members that are independent **1b 42**

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 organizational documents since the prior Form 990 was filed? **4 X**

5 Did the organization become aware during the year of a material diversion of the organization's assets? **5 X**

6 Does the organization have members or stockholders? **6 X**

7a Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body? **7a X**  
 b Are any decisions of the governing body subject to approval by members, stockholders, or other persons? **7b X**

8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following? **8a X**  
 a The governing body? **8b X**  
 b Each committee with authority to act on behalf of the governing body?

9 Is there any officer, director or 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 Does the organization have local chapters, branches, or affiliates? **10a X**  
 b If 'Yes,' does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization? **10b**

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

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

12a Does the organization have a written conflict of interest policy? If 'No,' go to line 13 **12a X**  
 b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts? **12b X**  
 c Does the organization regularly and consistently monitor and enforce compliance with the policy? If 'Yes,' describe in Schedule O how this is done **12c X**

13 Does the organization have a written whistleblower policy? **13 X**

14 Does 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? **15a X**  
 a The organization's CEO, Executive Director, or top management official **15b X**  
 b Other officers of key employees of the organization  
 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,' has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements? **16b**

### Section C. Disclosures

17 List the states with which a copy of this Form 990 is required to be filed ► **NONE**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply  
 Own website  Another's website  Upon request

19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization  
 ► **Joseph Martin, Controller, 400 N Capitol St, N.W., Washington, DC 20001 (202) 824-7255**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**
**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 Use Schedule J-2 if additional space is needed

- 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 See instructions for definition of 'key employees'
- 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 the organization did not compensate any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week	(c) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual Officer or Director	Institutional Trustee	Officer	Key Employee	Part-time Employee	Highest Compensated Employee			
Thomas E. Skains										
Chairman	6.00	X						0.	0.	0.
Robert C. Skaggs, Jr.										
1st Vice Chairman	4.00	X						0.	0.	0.
John W. Somerhalder, III										
2nd Vice Chairman	2.00	X						0.	0.	0.
David M. McClanahan										
Immediate Past Chairman	2.00	X						0.	0.	0.
Robert M. Allessio										
Director	1.00	X						0.	0.	0.
Robert W. Best										
Director	1.00	X						0.	0.	0.
Lawrence T. Borgard										
Director	1.00	X						0.	0.	0.
Kevin Burke										
Director	1.00	X						0.	0.	0.
William N. Cantrell										
Director	1.00	X						0.	0.	0.
Kenneth W. DeFontes, Jr.										
Director	1.00	X						0.	0.	0.
James H. DeGraffenreidt, Jr.										
Director	1.00	X						0.	0.	0.
Laurence M. Downes										
Director	1.00	X						0.	0.	0.
Niel C. Ellerbrook										
Ex-Officio	1.00	X						0.	0.	0.
David R. Emery										
Director	1.00	X						0.	0.	0.
Benjamin G. Fowke										
Director	1.00	X						0.	0.	0.
Michael I. German										
Director	1.00	X						0.	0.	0.
David L. Goodin										
Director	1.00	X						0.	0.	0.

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

(A) Name and Title	(B) Average hours per week	(c) Position (check all that apply)				(D) Reportable compensation from the organization (W-2/1099 MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated	Former		
Edward J. Graham Director	1.00	X					0.	0.	0.
Chris Hermann Director	1.00	X					0.	0.	0.
Robert T. Howard Director	1.00	X					0.	0.	0.
Glenn R. Jennings Director	1.00	X					0.	0.	0.
Ronald W. Jibson Director	1.00	X					0.	0.	0.
Gregg S. Kantor Director	1.00	X					0.	0.	0.
James C. Kneale Director	1.00	X					0.	0.	0.
Thomas E. Knudsen Director	1.00	X					0.	0.	0.
Paul D. Koonce Director	1.00	X					0.	0.	0.
Ralph A. LaRossa Director	1.00	X					0.	0.	0.
Carey B. Lykins Director	1.00	X					0.	0.	0.
James T. McManus Director	1.00	X					0.	0.	0.
Continued on Schedule J-2									
<b>1b Total</b>							► 4,772,843.	0.	529,622.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization ► 38

	Yes	No
3		
	3	X
4		
	4	X
5		
	5	X

## Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization

(A) Name and business address				(B) Description of Services	(C) Compensation
Ricoh Professional Svcs	2300 Park Lake Drive Atlanta	GA	30345	Mailroom/Printing Svcs	396,600.
McGriff, Seibels & Will	2211 7th Avenue South Birmingham	AL	35233	Commercial Insurance Broker	256,168.
Aon Consultants	500 East Pratt Street Baltimore	MD	21202	Actuarial Services	213,711.
Avectra	7901 Jones Branch Drive St. Paul	MN	55101	Software Consultants	123,137.
Susquehanna Technologie	600 Pegasus Court Winchester	VA	22602	Website Support Services	105,450.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ► 5

## Part VIII Statement of Revenue

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
<b>CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS</b>					
1a Federated campaigns	1a	0.			
1b Membership dues	1b	0.			
1c Fundraising events	1c	0.			
1d Related organizations	1d	0.			
1e Government grants (contributions)	1e	0.			
f All other contributions, gifts, grants, and similar amounts not included above	1f	0.			
g Noncash contribns included in lns 1a-1f		\$ 0.			
<b>h Total. Add lines 1a-1f</b>		► 0.			
<b>PROGRAM SERVICE REVENUE</b>					
2a Membership Dues	Business Code				
2a Membership Dues	900004	18,900,598.	18,900,598.		
b Publications Income	541800	461,674.		461,674.	
c Meetings/exhibit income	900004	2,794,472.	2,794,472.		
d Sponsorship Income	900004	357,000.	357,000.		
e Index Fund	900004	73,414.		73,414.	
f All other program service revenue	900,004.	98,994.	98,994.		
<b>g Total. Add lines 2a-2f</b>		► 22,686,152.			
3 Investment income (including dividends, interest and other similar amounts)		► 722,146.			722,146.
4 Income from investment of tax-exempt bond proceeds		►			
5 Royalties		► 790,292.			790,292.
6a Gross Rents	(i) Real	(ii) Personal			
6a Gross Rents	93,547.				
b Less rental expenses	109,175.				
c Rental income or (loss)	-15,628.				
d Net rental income or (loss)		► -15,628.			-15,628.
7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
7a Gross amount from sales of assets other than inventory	24,478,233.	0.			
b Less cost or other basis and sales expenses	26,731,964.	0.			
c Gain or (loss)	-2,253,731.	0.			
d Net gain or (loss)		► -2,253,731.			-2,253,731.
8a Gross income from fundraising events (not including \$ 0. of contributions reported on line 1c)					
See Part IV, line 18	a	0.			
b Less direct expenses	b	0.			
c Net income or (loss) from fundraising events		► 0.			
9a Gross income from gaming activities See Part IV, line 19	a	0.			
b Less direct expenses	b	0.			
c Net income or (loss) from gaming activities		► 0.			
10a Gross sales of inventory, less returns and allowances	a	0.			
b Less cost of goods sold	b	0.			
c Net income or (loss) from sales of inventory		► 0.			
Miscellaneous Revenue	Business Code				
11a Information Requests	9000004	300.	300.		
b Support Svcs. AMGAS Foundation	9000004	221,094.	221,094.		
c					
d All other revenue					
e Total. Add lines 11a-11d		► 221,394.			
<b>12 Total revenue.</b> See instructions		► 22,150,625.	22,372,458.	535,088.	-756,921.

**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) but are not required to complete columns (B), (C), and (D).

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(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 U.S. See Part IV, line 21	0.			
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22	0.			
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	0.			
4 Benefits paid to or for members	0.			
5 Compensation of current officers, directors, trustees, and key employees	3,984,825.			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1) and persons described in section 4958(c)(3)(B)	0.			
7 Other salaries and wages	7,233,856.			
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	4,320,358.			
9 Other employee benefits	1,093,239.			
10 Payroll taxes	599,774.			
11 Fees for services (non-employees)				
a Management	0.			
b Legal	107,914.			
c Accounting	63,680.			
d Lobbying	154,100.			
e Prof fundraising svcs See Part IV, ln 17	0.			
f Investment management fees	72,638.			
g Other	1,209,013.			
12 Advertising and promotion	386,772.			
13 Office expenses	1,157,748.			
14 Information technology	369,871.			
15 Royalties	17,332.			
16 Occupancy	1,325,656.			
17 Travel	721,962.			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0.			
19 Conferences, conventions, and meetings	2,362,877.			
20 Interest	0.			
21 Payments to affiliates	0.			
22 Depreciation, depletion, and amortization	605,300.			
23 Insurance	214,201.			
24 Other expenses Itemize expenses not covered above (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a <u>Memberships/Contributions</u>	438,494.			
b <u>Miscellaneous Expense</u>	106,697.			
c				
d				
e				
f All other expenses				
25 Total functional expenses Add lines 1 through 24f	26,546,307.			
26 Joint costs. Check here ► <input type="checkbox"/> if following SOP 98-2 Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

## Part X Balance Sheet

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash – non-interest-bearing		1	
	2 Savings and temporary cash investments	2,850,001.	2	4,194,186.
	3 Pledges and grants receivable, net	0.	3	0.
	4 Accounts receivable, net	279,269.	4	393,861.
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L	0.	5	0.
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L	0.	6	0.
	7 Notes and loans receivable, net	0.	7	0.
	8 Inventories for sale or use	0.	8	0.
	9 Prepaid expenses and deferred charges	384,981.	9	464,339.
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	6,616,153.		
	10b Less accumulated depreciation	10b 4,988,499.	10c 1,966,652.	10c 1,627,654.
	11 Investments – publicly-traded securities	23,801,097.	11	26,378,336.
	12 Investments – other securities See Part IV, line 11	0.	12	0.
	13 Investments – program-related See Part IV, line 11	0.	13	0.
	14 Intangible assets	0.	14	0.
	15 Other assets See Part IV, line 11	141,591.	15	79,618.
	16 Total assets Add lines 1 through 15 (must equal line 34)	29,423,591.	16	33,137,994.
LIABILITIES	17 Accounts payable and accrued expenses	1,880,866.	17	1,653,850.
	18 Grants payable	0.	18	0.
	19 Deferred revenue	1,333,242.	19	2,841,394.
	20 Tax-exempt bond liabilities	0.	20	0.
	21 Escrow or custodial account liability Complete Part IV of Schedule D	0.	21	0.
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L	0.	22	0.
	23 Secured mortgages and notes payable to unrelated third parties	0.	23	0.
	24 Unsecured notes and loans payable to unrelated third parties	0.	24	0.
	25 Other liabilities Complete Part X of Schedule D	27,872,330.	25	21,386,628.
	26 Total liabilities Add lines 17 through 25	31,086,438.	26	25,881,872.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 29 and lines 33 and 34.			
	27 Unrestricted net assets	-1,662,847.	27	7,256,122.
	28 Temporarily restricted net assets	0.	28	0.
	29 Permanently restricted net assets	0.	29	0.
	Organizations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, and equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	-1,662,847.	33	7,256,122.
	34 Total liabilities and net assets/fund balances	29,423,591.	34	33,137,994.

BAA

Form 990 (2009)

**Part XI Financial Statements and Reporting**

1 Accounting method used to prepare the Form 990  Cash  Accrual  Other

Yes	No
2a	X
2b	X

2c	X

3a	X
3b	

If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

b Were the organization's financial statements audited by an independent accountant?

c 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

d If 'Yes' to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a consolidated basis, separate basis, or both

Separate basis  Consolidated basis  Both consolidated and separate basis

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?

b 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

BAA

Form 990 (2009)

**SCHEDULE C**  
(Form 990 or 990-EZ)Department of the Treasury  
Internal Revenue Service**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.

OMB No. 1545-0047

**2009**Open to Public  
Inspection

If the organization answered 'Yes,' to Form 990, Part IV, line 3, or Form 990-EZ, Part VI, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations complete Parts I-A and C below Do not complete Part I-B
- Section 527 organizations complete Part I-A only

If the organization answered 'Yes,' to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)) Complete Part II-B Do not complete Part II-A

If the organization answered 'Yes,' to Form 990, Part IV, line 5 (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of organization	Employer identification number
----------------------	--------------------------------

American Gas Association

13-0431590

**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 ► \$ 81,000.
- 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
- b 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 ► \$ 0.
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ► \$ 81,000.
- 3 Total of exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b ► \$ 81,000.
- 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 payments were made 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

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter 0.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter 0.
GASPAC	400 North Capitol St. NW Washington, DC 20001	13-0431590	0.	37,524.
Brownback for Governor, Inc.	PO Box 3739 Topeka, KN 66604	26-3955801	2,000.	0.
Bruning for Attorney Gen.	PO Box 83527 Lincoln, NE 68501	75-2997854	1,000.	0.
Cuccinelli for Attorney Gen.	10560 Main Street Fairfax, VA 22030	26-2280210	1,000.	0.
Democratic Governor's Assn.	4990 South Capitol Street, SW Washington, DC 20003	52-1304889	20,000.	0.
See Schedule C Part I C Line 5 (Continuation Sheet)	-----			

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

Schedule C (Form 990 or 990-EZ) 2009

**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  
 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.)		(a) Filing organization's totals	(b) Affiliated group totals
<b>1a</b> Total lobbying expenditures to influence public opinion (grass roots lobbying)			
<b>b</b> Total lobbying expenditures to influence a legislative body (direct lobbying)			
<b>c</b> Total lobbying expenditures (add lines 1a and 1b)			
<b>d</b> Other exempt purpose expenditures			
<b>e</b> Total exempt purpose expenditures (add lines 1c and 1d)			
<b>f</b> Lobbying nontaxable amount Enter the amount from the following table in both columns			
<b>If the amount on line 1e, column (a) or (b) is</b>	<b>The lobbying nontaxable amount is</b>		
Not over \$500,000	20% of the amount on line 1e		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000		
Over \$17,000,000	\$1,000,000		
<b>g</b> Grassroots nontaxable amount (enter 25% of line 1f)			
<b>h</b> Subtract line 1g from line 1a If zero or less, enter -0-			
<b>i</b> Subtract line 1f from line 1c If zero or less, enter -0-			
<b>j</b> 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?		<input type="checkbox"/> Yes	<input type="checkbox"/> 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.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) Total
<b>2a</b> Lobbying non-taxable amount					
<b>b</b> Lobbying ceiling amount (150% of line 2a, column (e))					
<b>c</b> Total lobbying expenditures					
<b>d</b> Grassroots nontaxable amount					
<b>e</b> Grassroots ceiling amount (150% of line 2d, column (e))					
<b>f</b> Grassroots lobbying expenditures					

BAA

Schedule C (Form 990 or 990-EZ) 2009

**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)).

	(a)		(b)	
	Yes	No	Amount	
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? If 'Yes,' describe in Part IV				
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).

	Yes	No
1 Were substantially all (90% or more) dues received nondeductible by members?	1	X
2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?	2	X
3 Did the organization agree to carryover lobbying and political expenditures from the prior year?	3	X

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

1 Dues, assessments and similar amounts from members	1	18,900,598.
2 Section 162(e) non-deductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).	2a	1,148,548.
a Current year	2b	774.
b Carryover from last year	2c	1,149,322.
c Total	3	945,030.
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	4	204,292.
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	5	0.
5 Taxable amount of lobbying and political expenditures (see instructions)		

**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, and Part II-B, line 1. Also, complete this part for any additional information

Pt\_I-A\_Line\_1\_\_AGA's political campaign activities consist of contributions made to candidates for state and local office where legally permissible, contributions to other political organizations, and administrative expenses for its separate segregated fund.

**Part IV** **Supplemental Information (continued)**

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## Schedule C - Part IV - Supplemental Information (continued)

**Schedule C, Part I-C, Line 5 (Continuation Sheet)**

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's own internal funds If none, enter 0	(e) Amt of political contributions received & promptly/directly delivered to a separate political org. If none, enter 0
<u>Friends of Bobby Jindal</u>	PO Box 44290 Baton Rouge, LA 70804	16-1657742	1,000.	0.
<u>Friends of Brian Dubie</u>	PO Box 133 Essex Junction, VT 05453	10-0009171	2,000.	0.
<u>Friends of Martin O'Malley</u>	218 E. Lexington St. Baltimore, MD 21202	52-1677368	1,000.	0.
<u>Republican Governors Assn</u>	1747 Pennsylvania Avenue Washington, DC 20006	52-1174414	20,000.	0.
<u>Republican St Leadership</u>	1400 K Street, NW Washington, DC 20005	05-0532524	20,000.	0.
<u>Business Inst for Politi</u>	888 16th Street, NW Washington DC 20006	13-1985476	10,000.	0.
<u>GOPAC</u>	1110 16th Street, NW Washington DC 20036	52-1237790	3,000.	0.

**SCHEDULE D**  
**(Form 990)**Department of the Treasury  
Internal Revenue Service

OMB No 1545-0047

**2009****Open to Public  
Inspection**

Name of the organization

Employer identification number

American Gas Association

13-0431590

**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.

	(a) Donor advised funds	(b) Funds and other accounts
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 may 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 pleasure)  Preservation of an historically important land area

Protection of natural habitat  Preservation of certified historic structure

Preservation of open space

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

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

a Total number of conservation easements

b Total acreage restricted by conservation easements

c Number of conservation easements on a certified historic structure included in (a)

d Number of conservation easements included in (c) acquired after 8/17/06

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 easement 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 170(h)(4)(B)(ii)?  Yes  No

9 In Part XIV, 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.

1 a If the organization elected, as permitted under SFAS 116, 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 XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, 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 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 XIV

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 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 XIV and complete the following table:

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?  Yes  No

b If 'Yes,' explain the arrangement in Part XIV

**Part V Endowment Funds** Complete if organization answered 'Yes' to Form 990, Part IV, line 10.

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

2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ► \_\_\_\_\_ %

b Permanent endowment ► \_\_\_\_\_ %

c Term endowment ► \_\_\_\_\_ %

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

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

(i) unrelated organizations  
 (ii) related organizations

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

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

**Part VI Investments—Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated Depreciation	(d) Book Value
1a Land				
b Buildings				
c Leasehold improvements	2,118,168.	1,163,389.	954,779.	
d Equipment	2,993,245.	2,618,870.	374,375.	
e Other	1,504,740.	1,206,240.	298,500.	
<b>Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c))</b>				<b>1,627,654.</b>

BAA

Schedule D (Form 990) 2009

**Part VII Investments—Other Securities** See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Financial derivatives		
Closely-held equity interests		
Other		
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)**

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

**Part IX Other Assets (See Form 990, Part X, line 15)**

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

► 79,618.

**Part X Other Liabilities (See Form 990, Part X, line 25)**

(a) Description of Liability	(b) Amount
Federal Income Taxes	
DEFERRED COMPENSATION PLAN	153,499.
DEFERRED RENT / OTHER LIABILITIES	1,689,828.
APPLIANCE STDS./ CERTIFICATION LIABILITIES	2,252,282.
ACCRUED PENSION	15,095,582.
POST RETIREMENT HEALTH BENEFITS LIABILITY	2,195,437.

**2. FIN 48 Footnote.** In Part XIV, provide the text of the f

the organization's finan-

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**Part XI | Reconciliation of Change in Net Assets from Form 990 to Financial Statements**

1 Total revenue (Form 990, Part VIII, column (A), line 12)	22,150,625.
2 Total expenses (Form 990, Part IX, column (A), line 25)	26,546,307.
3 Excess or (deficit) for the year Subtract line 2 from line 1	-4,395,682.
4 Net unrealized gains (losses) on investments	4,588,895.
5 Donated services and use of facilities	0.
6 Investment expenses	0.
7 Prior period adjustments	0.
8 Other (Describe in Part XIV)	8,734,939.
9 Total adjustments (net) Add lines 4 through 8	13,323,834.
10 Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	8,928,152.

**Part XII | Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1 Total revenue, gains, and other support per audited financial statements	1	25,273,303.
2 Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a Net unrealized gains on investments	2a	-4,588,895.
b Donated services and use of facilities	2b	0.
c Recoveries of prior year grants	2c	0.
d Other (Describe in Part XIV)	2d	-210,250.
e Add lines 2a through 2d	2e	-4,799,145.
3 Subtract line 2e from line 1	3	20,474,158.
4 Amounts included on Form 990, Part VIII, line 12, but not on line 1		
a Investments expenses not included on Form 990, Part VIII, line 7b	4a	72,637.
b Other (Describe in Part XIV)	4b	1,603,830.
c Add lines 4a and 4b	4c	1,676,467.
5 Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)	5	22,150,625.

**Part XIII | Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1 Total expenses and losses per audited financial statements	1	26,683,920.
2 Amounts included on line 1 but not on Form 990, Part IX, line 25		
a Donated services and use of facilities	2a	0.
b Prior year adjustments	2b	0.
c Other losses	2c	0.
d Other (Describe in Part XIV)	2d	-210,250.
e Add lines 2a through 2d	2e	-210,250.
3 Subtract line 2e from line 1	3	26,473,670.
4 Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a Investments expenses not included on Form 990, Part VIII, line 7b	4a	72,637.
b Other (Describe in Part XIV)	4b	0.
c Add lines 4a and 4b	4c	72,637.
5 Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	26,546,307.

**Part XIV | 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, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information

Pt X ----- FIN 48 Footnote from the Audited Financial Statements.

----- The Organization has adopted the accounting standard related to uncertain income tax positions. The standard requires that an uncertain income tax position must be more likely than not (greater than 50% likelihood) before it is recognized in the financial statements. Furthermore, the standard requires that the amount recognized be the same as that which would be determined as a result of a review by tax authorities having all relevant information and applying current

**Part XIV Supplemental Information (continued)**

conventions. During the year ended December 31, 2009 management did not identify any uncertain income tax positions. At the minimum, the 2006 through 2009 tax years are open for examination by taxing authorities.

Pt XI Line 8 Financial Accounting Standards No. 158 \$7,690,727

Net Effect of Net Assets from removal of

AGA PAC Net Assets from the statements. 9,183

Appliance/Standards Certification Liab. Adj. 1,035,029

Total Other - Line 8 \$8,734,939

Pt XII Line 2d AGA PAC Contributions not included in 990 (\$194,622)

Net Rental Losses (15,628)

Total Other - Line 2D (\$210,250)

Pt XII Line 4b Investment Income in excess of Board

Designated Spending Allocation \$1,603,830

Total Other - Line 4B \$1,603,830

Pt XIII Line 2d AGA PAC Expenses not included in 990 (\$194,622)

Net Rental Losses (15,628)

Total Other - Line 2D (\$210,250)

**Schedule F  
(Form 990)**Department of the Treasury  
Internal Revenue Service**Statement of Activities Outside the United States**

► Complete if the organization answered 'Yes' to Form 990, Part IV, line 14b, 15, or 16.  
► Attach to Form 990. ► See separate instructions.

OMB No 1545 0047

**2009**Open to Public  
Inspection

Name of the organization

American Gas Association

Employer identification number  
13-0431590

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

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

**2 For grantmakers.** Describe in Part IV the organization's procedures for monitoring the use of grant funds outside the United States

**3 Activities per Region** (Use Schedule F-1 (Form 990) if additional space is needed)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures in region
Europe	0	0	Program Services	Attend IGU Mtg.	2,595.
Europe	0	0	Program Services	Attend IGU PGC D Mtg	1,610.
Europe	0	0	Program Services	Attend IGU World Gas Cnf	1,416.
Europe	0	0	Program Services	Attend LNG 16 Mtg.	2,972.
Europe	0	0	Program Services	Speak World LNG Summit	542.
North America	0	0	Program Services	Attend IGU PGC D Mtg	1,313.
South America	0	0	Program Services	Attend/Sponsor Reception at World Gas Conference	91,463.
<b>Totals</b>	<b>►</b>	<b>0</b>	<b>0</b>		<b>101,911.</b>

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

Schedule F (Form 990) (2009)

**Part II Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Schedule F-1 (Form 990) if additional space is needed.

1

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

3 Enter total number of other organizations or entities

BAA

**Part III Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered 'Yes' to Form 990, Part V, line 16. Use Schedule F-1 (Form 990) if additional space is needed.

Part V, line 6. Use Schedule F-1 (Form 990) if additional space is needed.

**Part IV** | **Supplemental Information**

Complete this part to provide the information required in Part I, line 2, and any additional information

Pt\_I\_Line\_3\_Col\_(F)\_Expenditures\_included\_in\_Part\_1\_Line\_3\_are\_determined\_using  
the accrual method.

**SCHEDULE J**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

**Compensation Information**

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

OMB No 1545-0047

**2009**

Open to Public Inspection

Name of the organization

American Gas Association

Employer identification number

13-0431590

**Part I Questions Regarding Compensation**

1 a 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
- Travel for companions
- Tax indemnification and gross-up payments
- Discretionary spending account

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

Yes	No

1 b X

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 organization uses to establish the compensation of the organization's CEO/Executive Director. Check all that apply

- Compensation committee
- Independent compensation consultant
- Form 990 of other organizations

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


2 X

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?

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

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

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


4a X


4b X


4c X


5a


5b


6a


6b


7


8


9

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

Schedule J (Form 990) 2009

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use Schedule J-1 if additional space is needed.

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.

The sum of columns (B) and (C) must equal the sum of columns (D) or column (E) amounts on Form 900 Part VII line 12

**Part III Supplemental Information**

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

**Pt. 1, Line 1A** First class travel - The Chairman of the Board of Directors and spouse are the only people authorized for first class travel.

The Chairman of the American Gas Association serves on a voluntary basis and contributes a significant amount of time traveling in carrying out those duties. It is therefore appropriate during the Chairman's tenure that the Association reimburse the Chairman and/or the Chairman's company for expenses incurred in the conduct of the Chairman's duties and in accordance with AGA's travel policy.

Travel for Companions - The Association recognizes that there will be occasions when it is appropriate for a spouse to travel on behalf of the Association. In these cases approval for the travel must be received in advance. AGA considers expenses of a traveling spouse to be taxable income to the employee. Expenses are added to the employee's W-2 wages in accordance with the law and appropriate taxes are withheld.

Pt. 1, Line 4B	David N. Parker	\$125,551
	Roger B. Cooper	21,846
	Richard D. Shelby	60,059
	Kevin B. Belford	56,060
	Jay A. Copan	9,935

**SCHEDULE J-2**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

**Continuation Sheet for Form 990**

OMB No. 1545 0047

**2009**

► Attach to Form 990 to list additional information for Form 990, Part VII, Section A, line 1a.  
► See instructions for Form 990.

**Open to Public  
Inspection**

Name of the Organization

American Gas Association

Employer Identification number

13-0431590

**Part I Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)				(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Or Individual instead of director	Institutional trustee	Officer	Key employee	Highest compensated	Former	
Carl E. Meyer								
Director	1.00	X					0.	0.
Scott Morris								
Director	1.00	X					0.	0.
Jerry Norcia								
Director	1.00	X					0.	0.
Dennis O'Brien								
Director	1.00	X					0.	0.
Debra L. Reed								
Director	1.00	X					0.	0.
John G. Russell								
Director	1.00	X					0.	0.
George A. Schreiber, Jr.								
Director	1.00	X					0.	0.
Jeffrey W. Shaw								
Director	1.00	X					0.	0.
David F. Smith								
Director	1.00	X					0.	0.
Nickolas Stavropoulos								
Director	1.00	X					0.	0.
Russ M. Strobel								
Director	1.00	X					0.	0.
John L. Walsh								
Director	1.00	X					0.	0.
Michael Yachira								
Director	1.00	X					0.	0.
Douglas H. Yaeger								
Director	1.00	X					0.	0.
David N. Parker								
President / CEO	50.00		X			1,337,863.	0.	41,938.
Kevin B. Belford								
General Counsel	50.00		X			361,772.	0.	68,926.
Kevin M. Hardardt								
Chief Fin'l & Admin Off.	50.00		X			249,288.	0.	50,359.
Gary W. Gardner								
VP - Corp. Secretary	50.00		X			209,224.	0.	40,768.
Richard D. Shelby								
Exec. VP Public Affairs	50.00		X			522,293.	0.	54,278.
Roger B. Cooper								
Exec. VP Policy & Plan.	50.00		X			406,914.	0.	46,113.
Lori S. Traweek								
Sr. VP & COO	50.00		X			318,790.	0.	25,577.

9AA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J-2 (Form 990) 2009

- Attach to Form 990 to list additional information for Form 990, Part VII, Section A, line 1a.
  - See instructions for Form 990.



---

**Name of the Organization**

**Employer Identification number**

American Gas Association

13-0431590

**Part I Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**SCHEDULE O**  
(Form 990)Department of the Treasury  
Internal Revenue Service**Supplemental Information to Form 990**

OMB No 1545-0047

**2009**

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

**Open to Public  
Inspection**

Name of the organization

American Gas Association

Employer identification number

13-0431590

Pt I, Line 1 Approved by the AGA Board on 9/15/09.

The American Gas Association represents companies delivering natural gas to customers to help meet their energy needs. AGA members are committed to delivering natural gas safely, reliably, cost-effectively and in an environmentally responsible way. AGA advocates the interests of its members and their customers, and provides information and services promoting efficient demand and supply growth, and operational excellence, in the safe, reliable and efficient delivery of natural gas.

Pt III, Line 1 Approved by the AGA Board on 9/15/09.

The American Gas Association represents companies delivering natural gas to customers to help meet their energy needs. AGA members are committed to delivering natural gas safely, reliably, cost-effectively and in an environmentally responsible way. AGA advocates the interests of its members and their customers, and provides information and services promoting efficient demand and supply growth, and operational excellence, in the safe, reliable and efficient delivery of natural gas.

To further this mission, AGA:

- 1) Focuses on the advocacy of natural gas issues that are priorities for the membership and that are achievable in a cost effective way.
- 2) Promotes growth in the efficient use of natural gas on behalf of natural gas utilities, and the customers the industry serves, by emphasizing before a variety of audiences the attributes of natural gas as a clean,

Name of the organization

American Gas Association

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abundant, efficient and secure energy source that is recognized as part of the solution to the nation's environmental and energy efficiency goals.

3) Encourages, facilitates, and assists members in sharing information designed to achieve operational excellence by improving their safety, security, reliability, efficiency, and environmental and other performance metrics;

4) Assists members in managing and responding to customer energy needs, regulatory trends, natural gas markets, capital markets and emerging technologies; facilitates the identification of, and advocates for, regulatory constructs and business models that provide members the opportunity to remain financially viable, while allowing them to grow.

5) Collects, analyzes and disseminates information on a timely basis to opinion leaders, policy makers and the public about the benefits provided by energy utilities and the natural gas industry.

6) Encourages the identification, development, commercialization, demonstration and regulatory acceptance of end-use technologies that will allow natural gas applications to successfully compete in the market place.

7) Delivers measurable value to AGA members.

Name of the organization

American Gas Association

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Pt III, Line 4A Public Affairs - (Expenses \$6,087,552)

AGA has in place a Public Affairs program to monitor federal legislative activities and to discuss with members of Congress and their staff the views of AGA members on these activities. AGA's government relations efforts play a key role in protecting the interests of the natural gas utility and its customers from proposed legislation that inadvertently or otherwise could have serious impacts on gas supply and cost of gas service.

While the subject matters AGA monitored in 2009 were broad, all of AGA's legislative positions have either a direct or indirect benefit to gas utility customers. Issues addressed in 2009 include:

- Low Income Home Energy Assistance Program (LIHEAP): AGA's ongoing effort with Congress to obtain funding for the federal Low Income Home Energy Assistance Program resulted in it being fully funded, for the second year in a row, at a record-high level of \$5.1 billion. This program is essential in reducing the financial burden of those on low and fixed incomes as they provide themselves with needed basic energy services. The \$5.1 billion appropriation means that the amount of LIHEAP money available to help AGA members low-income natural gas customers pay their energy bills is \$1.14 billion greater than in 2008. The calculation reflects data showing that 52 percent of LIHEAP recipients heat their homes with natural gas and that AGA members account for 93 percent of nationwide residential gas deliveries.

- Climate Change Legislation: Represented natural gas utilities in the national debate on climate change; worked to ensure that federal, regional and state climate change initiatives do not disadvantage gas utilities and their customers; developed analyses and provided information on the cost to consumers

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of proposed federal programs to regulate greenhouse gas emissions; expanded contacts and built on relationships with the environmental community; and supported research to improve methane emission factors for natural gas distribution operations.

Greenhouse Gas Reporting Rule: EPA proposed that natural gas meters be calibrated to report the volumes of gas delivered to customers for the purpose of greenhouse gas reporting. AGA persuaded EPA to drop its proposal that all meters be calibrated before the end of 2009 and annually thereafter. Instead, AGA members will be able to report their throughput using the calibration methods they use for billing purposes. Given that the cost of EPA's meter calibration proposal was estimated at \$230 per meter, and that there are 65 million meters served by AGA members, the cost savings associated with this effort total \$14.9 billion.

Distribution Integrity Management: In 2009, after several years of collaboration among gas utility industry representatives through AGA, state and federal officials, and other interested parties, the U.S. Department of Transportation's Pipeline and Hazardous Materials Safety Administration issued its final rule on integrity management of natural gas distribution pipes. AGA successfully addressed provisions in the final rule that could have increased costs for leak survey, leak repair and emergency support without providing a corresponding increase in customer safety.

Natural Gas Supply AGA has been a leading voice in increasing access to natural gas resources. These efforts provide the opportunity for increased natural gas production, which, when production starts, should put downward pressure on natural gas prices and price volatility, thereby helping the customers of AGA member companies.

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----- AGA advocated the development of infrastructures for new natural gas supply sources, including LNG, the Alaskan natural gas pipeline, shale and natural gas from renewable sources; opposed proposals that limit natural gas supply and worked to remove restrictions on additional exploration and production on designated multi-use public lands in the intermountain West and Outer Continental Shelf; promoted understanding that AGA represents 70 million natural gas customers for whom natural gas supply is critical.

-----

----- In addition to its advocacy in 2009, the Public Affairs group reviewed and commented on the economic and other impacts to the natural gas utility industry and its customers of regulations proposed by a great number of executive branch agencies including, EPA, departments such as DOE and DOT and independent agencies such as FERC to communicate the interests of the natural gas utility industry and its customers.

-----

Pt III, Line 4B Operations and Engineering - (Expenses \$5,474,235)

-----

----- The Operations and Engineering Section includes 13 technical committees whose work is overseen by a Managing Committee. These committees focus on everything that can help natural gas utilities achieve operational excellence in the safe, reliable and efficient delivery of natural gas. Nearly 900 member company employees served on committees in 2009.

-----

----- The thirteen technical committees are 1.) Corrosion Control Committee, 2) Distribution Construction and Maintenance Committee, 3) Distribution Measurement Committee, 4) Distribution & Transmission Engineering Committee, 5) Environmental Matters Committee; 6) Gas Control Committee; 7) Natural Security Committee; 8) Plastic Materials Committee; 9) Safety and Occupational Health Committee, 10) Supplemental Gas Committee, 11) Transmission Measurement Committee 12) Underground Storage

Name of the organization

American Gas Association

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Committee; and 13) Utility and Customer Field Services Committee.

The Operations and Engineering Section facilitates the exchange of information among peers in other

companies in order to better serve their customers. The 2009 information exchanges included:

Best Practices Program for Distribution, Transmission and Supplemental Gas: AGA's Best

Practices Program is an effort to identify procedures of superior performing gas industry

companies and innovative work practices that can be used to improve participants' operations. It

focuses on improving the safety and efficiency of gas distribution system construction,

maintenance, operation and inspection and makes available information regarding a number of

operational improvements. Our members have documented millions of dollars in savings from

participation in these programs. These savings translate to lower costs for the customer. The

The 2009 benchmarking topics for the distribution segment were workload and

fleet management, and material handling and warehousing. The transmission

segment covered pipeline and technical components, technology upgrades,

horsepower replacement, and management of change. The Supplemental Gas

segment focused on employee safety and management of change. Ninety-one

companies participated in the 2009 Best Practices Program.

Operations Safety: Completed 44 safety related initiatives and moved

forward numerous others from the Safety Leadership Action Plan; hosted

2009 Executive Leadership Safety Summit with over 100 members in

attendance; developed a safety information website for AGA

members as an industry resource on case studies, training materials,

advisory bulletins, and statistics pertaining to employee,

contractor, customer and pipeline safety.

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- The SOS Program Allows individual members to send operationally related inquiries to their peers in member companies to better understand how others are addressing a particular issue/challenge. In 2009, this program facilitated 90 member company requests for operations-related information.

-----  
Operational Efficiency: Held the 2009 Operations Conference and Exhibit, which had 1,400 attendees and 200 exhibitors, the 2009 Operating Section Technical Committee Fall meetings, the 2009 AGA/EEI Joint Security Conference (Spring and Fall), the Cyber Security of Natural Gas Process Control Systems Workshop, and the Reducing Costs in Gas Operations without Affecting Safety, Integrity or Reliability Workshop.

AGA also published the 2009 edition of the "Guide for Gas Transmission and Distribution Piping Systems"; issued revised AGA Report No. 5, "Natural Gas Energy Measurement"; issued revised AGA Report No. 4A, "Natural Gas Contract Measurement and Quality Issues"; issued AGA Technical Note on "Classification of Locations for Electrical Installations in Gas Utility Areas"; worked with NIST, ISO and API on the revision of AGA Report No. 8, "Compressibility Factors of Natural Gas and Other Related Hydrocarbon Gases" and Report No. 3, "Orifice Metering of Natural Gas and Other Related Hydrocarbon Fluids".

-----  
- Regional operations executive meetings allowed senior operational executives to meet with peers in different geographic regions to discuss operationally related issues.

Pt III, Line 4C Policy, Planning & Regulatory Affairs -- (Expenses \$4,277,647)

-----  
AGA's Policy, Planning and Regulatory Affairs Section work in 2009, affected the dissemination of

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American Gas Association

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information and analysis of the economic and physical condition of the natural gas industry, the state and federal regulatory regimes under which natural gas utilities are directly regulated, and how natural gas utilities may increase the efficiency of their operations and the end use of natural gas in a carbon constrained economy.

The Section's Policy Analysis Group provided a vast array of data about all aspects of the natural gas industry and collected and compiled it in ready-reference form. Among the 2009 publications were GAS FACTS, Heating/Cooling Degree-Day Statistics, and the Natural Gas Market Indicators bi-weekly report.

AGA also undertook a wide range of analyses on environmental, financial, gas supply, gas demand, consumer cost, capital requirements, resource efficiency and other issues facing the gas industry. These analyses assisted the general public, members and other decision-makers in resolving the country's current energy problems and in establishing public policies that will be in the nation's best interest.

The Section's Regulatory Affairs Group includes two committees that address respective state and federal regulatory regimes under which most AGA members are regulated, the Rate Committee and the Federal Energy Regulatory Commission Regulatory Committee.

The Rate Committee has developed and maintains an annual rate fundamentals training course and textbook that is used by many member companies and regulatory agencies in their training programs.

The Rate Committee also held rate seminars where participants learned of programs undertaken by other gas utilities, for example, in the areas of innovative rate design. It also developed and distributed regular publications on state regulatory proceedings and decisions and general rate design principals and innovations.

In 2009, the Federal Energy Regulatory Commission Regulatory Committee, through AGA staff, 1) Successfully argued to the FERC that affiliate rules should be revised

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----- to allow local distribution company affiliates of interstate pipelines greater freedom in making certain kinds of sales to reduce load imbalances and thereby operate the nation's pipeline system more efficiently. -----

2) Successfully advocated the release of pipeline capacity and facilitated the use/implementation of asset management agreements that have the potential to increase the value and reduce the cost of holding long-term capacity. -----

3) Successfully worked with FERC to develop forms to report wholesale natural gas purchase and sales transactions that provide a more transparent market. -----

----- This Section also worked to promote natural gas utility positions on energy efficiency. -----

These efforts included: working to include \$20 billion in the American Recovery and Reinvestment Act for weatherization and energy efficiency programs; holding webinars and conference calls on securing weatherization funds as part of the stimulus bill; commenting on key federal appliance minimum efficiency rulemakings and working with the Consortium for Energy Efficiency to conduct a joint survey of gas utility energy efficiency programs and analyze the data. -----

----- In addition, this section worked with the national associations representing persons who regulate natural gas utilities, including, the National Association of Regulatory Utility Commissioners (NARUC) and the National Association of Pipeline Safety Representatives (NAPSR). With respect to these national groups, AGA: co-hosted with NARUC a conference call on the impact of the financial crisis on the cost of capital for gas utilities, participated in regional and annual NARUC meetings and provided speakers on return on equity, cost of capital and regulatory issues; attended regional NAPSR meetings to discuss pipeline safety issues. -----

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Pt III, Line 4D Other Program Services - (Expenses \$5,080,217)

Corporate Affairs - (Expenses \$2,880,397)

Coordinates outreach with member companies, as well as, the financial community and provides support services for AGA's committee meetings and conferences.

General Counsel Programs - (Expenses \$1,027,748)

The Office of General Counsel assists member company attorneys in more effectively performing their duties, thereby, helping those companies operate more efficiently. For example, AGA offers litigation alerts, legal forums and workshops, antitrust compliance programs, assistance to members in potentially precedent setting litigation, as well as, analyses and legal summaries.

Industry Finance & Admin. Programs - (Expenses \$1,172,072)

The Financial and Administrative group develops and implements programs in the following areas: accounting, customer service, human resources, risk management and information technology. These programs help member companies operate more efficiently in today's competitive environment. For example, in the customer service area, AGA's Data Source is the utility industry's premier tool for benchmarking.

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customer service programs. Subjects covered include: call centers, energy assistance programs, billing and meter reading. A powerful online search engine enables members to retrieve data efficiently, thereby increasing employee productivity. AGA sponsors accounting workshops and training programs on cutting edge issues facing our member companies. We also provide surveys on insurance coverage and compensation that are helpful in identifying trends and controlling costs.

Pt VI-A, Line 1A The Association's bylaws, under Article VII, Section 2 provides that the Board of Directors may appoint an Executive Committee. The Executive Committee is elected by the entire Board and may exercise certain powers of the Board during the intervals between meetings of the Board. The Executive Committee is generally comprised of the Association's Officers and not less than 7 other members of the Board.

Pt VI-A, Line 6 The Association has five classes of members under Article III of its Bylaws. Full members include United States gas distribution public and municipal utilities and have voting rights. Limited, Associates, Honorary and International members do not have voting rights.

Pt VI-A, Line 7a The Association is a membership organization and members nominate and elect members of the Board of Directors (the Association's principal governing body) at the Association's Annual Meeting.

The Association has five classes of members under Article III of its Bylaws. Full members include United States gas distribution public

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and municipal utilities and have voting rights. Limited, Associates, Honorary and International members do not have voting rights.

Pt VI-A, Line 7b The members of the Association make certain decisions, such as, the election of the principal governing body (Board of Directors) as outlined in the organization's bylaws at the annual or special meetings of the Association. Special meetings may be called by the membership to address any issues or questions.

Pt VI-B, Line 11A The Association's internal process for review of tax forms is extensive. For the Form 990, the Association's Controller (also a CPA) drafts the form with input from the staff review group (SRG), composed of appropriate staff officers and accountants. A draft 990 is then provided to the outside auditing firm, the CEO, the Chief Financial Officer (CFO), the General Counsel and others. The Controller then has responsibility to circulate the comments to the SRG and incorporate appropriate corrections into the 990. The final draft is then prepared for SRG approval and provided to the Audit Committee. The CFO reviews the 990 with the Audit Committee. The Audit Committee Chairman reports on this review to the Board of Directors. The 990 is provided to the Board of Directors before it is filed.

The Association's governing bodies are active in a number of ways. The Association members elect a Board of Directors (BOD) from the membership. Committees related to financial oversight, compensation and governance are established by the BOD. These include the Executive Committee, Board Finance Committee, Board Audit Committee (CEOs

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----- and/or CPAs from member companies, some with public accounting backgrounds) and Board Compensation Committee (BOD Chair, Vice Chair, 2nd Vice Chair, and other BOD members usually with leadership roles in the Association). The Audit Committee Chair is a member of the Board of Directors and provides regular reports of the Audit Committee to the Board of Directors.

Pt VI-B, Line 12c The organization has new employees review and sign a statement of compliance with the conflict of interest policy at the time of hiring. All employees and Board members have a continuing duty to report any actual or potential conflict of interest in accordance with the policy and ANNUALLY sign a statement of compliance. New Board Members (NBM) attend a Board orientation session with the organization's Chairman, President, Chief Financial Officer, General Counsel and others where the Association's policies are reviewed. NBMs make a declaration of any potential conflict of interest.

All Board members have a continuing duty to report any actual or potential conflict. The potential conflicts for Board members, officers, employees and others are reviewed by the Association's CEO, General Counsel, CFO and Human Resources Director and a schedule is prepared and furnished to the independent auditors and made available to the AGA Audit Committee. More detail is provided in the policy.

Pt VI-B, Line 15 The Association uses a multifaceted approach to determining compensation for its CEO, officers and employees. This includes establishing written position descriptions, salary

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ranges for positions, setting position goals, providing written performance evaluations, measurement of performance, quarterly or annual goal review, and contemporaneous substantiations of the process. The Association's current compensation policy dated December 2002 describes the process in more detail. The Association also retains an independent compensation consulting firm to advise the Board Compensation Committee and officers. Compensation adjustments usually are recommended by supervisors and approved by managers, directors and/or officers. Adjustments must also be approved by the Human Resources Director. Officer's individual salary adjustments are recommended to the Board Compensation Committee by the CEO, must be approved by the Board Compensation committee after review, and reported to the Board of Directors. The CEO's compensation is first discussed by the Board Compensation Committee with an independent consulting firm specializing in non-profit organizations to determine the Board Compensation Committee's recommendation to the Board of Directors. The Chairman of the Board then presents the recommendations and reasons for the CEO compensation adjustment, if any, for a vote by the full Board. Contemporaneous substantiation of the deliberations, decisions and Board of Directors action is maintained in the Human Resources files and the minutes of the Compensation Committee.

Pt VI-C, Line 19 The organization makes the information available in a number of ways. The organization's governing documents are available on AGA's website (www.agaw.org) under "About AGA." The conflict of interest

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## Related Organizations and Unrelated Partnerships

- Complete if the organization answered 'Yes' to Form 990, Part IV, lines 33, 34, 35, 36, or 37.
  - Attach to Form 990. ► See separate instructions.

**Open to Public  
Inspection**

Name of the organization

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

## **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.)

**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.)

**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.)

**Part V Transactions With Related Organizations** (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34, 35, or 36.)**Note** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1 During the tax year did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV

- a Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties **(iv)** rent from a controlled entity
- b Gift, grant, or capital contribution to other organization(s)
- c Gift, grant, or capital contribution from other organization(s)
- d Loans or loan guarantees to or for other organization(s)
- e Loans or loan guarantees by other organization(s)

**f** Sale of assets to other organization(s)**g** Purchase of assets from other organization(s)**h** Exchange of assets**i** Lease of facilities, equipment, or other assets to other organization(s)**j** Lease of facilities, equipment, or other assets from other organization(s)**k** Performance of services or membership or fundraising solicitations for other organization(s)**l** Performance of services or membership or fundraising solicitations by other organization(s)**m** Sharing of facilities, equipment, mailing lists, or other assets**n** Sharing of paid employees**o** Reimbursement paid to other organization for expenses**p** Reimbursement paid by other organization for expenses**q** Other transfer of cash or property to other organization(s)**r** Other transfer of cash or property from other organization(s)**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

<b>(A)</b> Name of other organization	<b>(B)</b> Transaction type (a-r)	<b>(C)</b> Amount involved
(1) American Gas Association PAC	M	0.
(2) The total costs of sharing Facilities, etc were less than \$50,000.		
(3)		
(4)		
(5)		
(6)		

## Part VI Unrelated Organizations Taxable as a Partner

**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 asset or gross revenue) that was not a related organization. See Instructions regarding exclusion for certain investment partnerships.