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FOR STATE FILING PURPOSES

Form **990**Department of the Treasury
Internal Revenue Service**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)

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

OMB No 1545-0047

2011Open to Public
Inspection**A For the 2011 calendar year, or tax year beginning and ending****B** Check if applicable

- ☒ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization**SOUTHERN ARIZONA LEADERSHIP COUNCIL, INC.**

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address)

3497 N. CAMPBELL AVE.

Room/suite

703

City or town, state or country, and ZIP + 4

TUCSON, AZ 85719-2377**F Name and address of principal officer: RONALD E. SHOOPMAN****SAME AS C ABOVE****D Employer identification number****86-0879845****E Telephone number****(520) 327-7619****G Gross receipts \$****456,525.****H(a) Is this a group return for affiliates?**☐ Yes ☒ No**H(b) Are all affiliates included?**☐ Yes ☐ No

If "No," attach a list. (see instructions)

H(c) Group exemption number ▶**I Tax-exempt status:** ☐ 501(c)(3) ☒ 501(c) (**6**) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527**J Website: ▶ WWW.SALC.ORG****K Form of organization:** ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶**L Year of formation: 1997****M State of legal domicile: AZ****Part I Summary**

Activities & Governance		Revenue		Expenses		Net Assets or Fund Balances	
1 Briefly describe the organization's mission or most significant activities: BUSINESS LEADERS COMMIT SKILLS & RESOURCES TO ENHANCE THE REGION'S QUALITY OF LIFE & ECONOMIC CLIMATE							
2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets							
3	Number of voting members of the governing body (Part VI, line 1a)	3	24				
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	24				
5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	2				
6	Total number of volunteers (estimate if necessary)	6	24				
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.				
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.				
8	Contributions and grants (Part VIII, line 1h)	Prior Year	25,450.	Current Year	1,410.		
9	Program service revenue (Part VIII, line 2g)		444,500.		455,000.		
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)		110.		115.		
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		0.		0.		
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)		470,060.		456,525.		
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		15,000.		13,836.		
14	Benefits paid to or for members (Part IX, column (A), line 4)		0.		0.		
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		228,841.		222,768.		
16a	Professional fundraising fees (Part IX, column (A), line 11e)		0.		0.		
b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.						
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)		227,898.		175,562.		
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)		471,739.		412,166.		
19	Revenue less expenses. Subtract line 18 from line 12		-1,679.		44,359.		
20	Total assets (Part X, line 16)	Beginning of Current Year	512,175.	End of Year	639,043.		
21	Total liabilities (Part X, line 26)		413,066.		495,575.		
22	Net assets or fund balances. Subtract line 21 from line 20		99,109.		143,468.		

Part II Signature Block

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

Sign Here	Signature of officer		Date	
	RONALD E. SHOOPMAN, PRESIDENT			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/> PTIN
	KELLY L. MELTZER, CPA		8-11-11	P00633511
	Firm's name	Firm's EIN		
	BEACHFLEISCHMAN PC	86-0683059		
	Firm's address	Phone no.		
	P.O. BOX 64130	(520) 321-4600		
	TUCSON, AZ 85728-4130			

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

☒ Yes ☐ No

SCANNED SEP 27 2012

P 23

SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

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Part III Statement of Program Service Accomplishments

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

☒ X

- 1 Briefly describe the organization's mission
TO IMPROVE THE GREATER TUCSON AREA AND THE STATE OF ARIZONA BY
BRINGING TOGETHER RESOURCES AND LEADERSHIP TO ENHANCE THE ECONOMIC
CLIMATE AND THE QUALITY OF LIFE IN OUR COMMUNITY, AND ATTRACT AND
RETAIN HIGH QUALITY, HIGH WAGE JOBS.
- 2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No
If "Yes," describe these new services on Schedule O.
- 3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
If "Yes," describe these changes on Schedule O.
- 4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations 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 \$ _____)
SALC'S PRIORITIES IN 2011 CONSISTED OF: SYNCHRONIZING BUSINESS
LEADERSHIP, EDUCATION, ARIZONA STATE BUDGET AND JOBS & THE ECONOMY.

****KEY STATE AND REGIONAL BUSINESS COLLABORATIONS IN 2011****

EARLY IN 2011 THE TUCSON CHARTER CHANGE COALITION (TC-3) RECOMMITTED TO
MAKING LONG-TERM EFFORTS TO IMPLEMENT COMPREHENSIVE CHANGES IN THE CITY
GOVERNMENT. MORE THAN 60 PARTICIPANTS AT A TUCSON CHARTER CHANGE
COALITION MEETING VOTED OVERWHELMINGLY TO CONTINUE EFFORTS TO IMPROVE
CITY GOVERNMENT, FOCUSING ON NOVEMBER 2013 AS THE BEST TIME FOR THE
ELECTION.

4b (Code _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)
****EDUCATION****

LED BY THE P-20 FOCUS AREA, SALC INVESTED HEAVILY IN TWO PRIMARY AREAS:
TUSD AND TUCSON VALUES TEACHERS. SALC ALSO SUPPORTS THE LITERACY FOR
LIFE COALITION AND FIRST THINGS FIRST EARLY CHILDHOOD EDUCATION. SALC
DIRECTLY SUPPORTS THE ARIZONA BUSINESS EDUCATION COALITION AS WELL AS
THE PIMA COUNTY BUSINESS EDUCATION ROUNDTABLE, THE RODEL FOUNDATION,
EXPECT MORE ARIZONA AND SOLUTIONS THROUGH HIGHER EDUCATION.

TUCSON VALUES TEACHERS - TVT, SALC'S PREMIER K-12 EDUCATION EFFORT, HAS
ESTABLISHED ITSELF AS THE REGION'S MOST EFFECTIVE BUSINESS AND
EDUCATION PARTNERSHIP. ITS WORK TO HELP SUPPORT, RETRAIN AND RECRUIT

4c (Code _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)
****JOBS & THE ECONOMY****

FRV SOLAR. RESPONDING TO A REQUEST FROM THE PIMA COUNTY BOARD OF
SUPERVISORS, SALC ENGAGED THE OFFICIALS OF FRV AND HELPED THEM NAVIGATE
THE CRITICAL NEGOTIATIONS NEEDED TO GAIN APPROVAL OF THEIR NEW MAJOR
SOLAR INSTALLATIONS IN THE REGION. THE PIMA COUNTY BOARD OF SUPERVISORS
VOTED 5 TO 0 TO APPROVE ZONING FOR THE PROJECT.

NRG SOLAR. WITHIN MONTHS OF THE FRV APPROVAL, SALC RECEIVED ANOTHER
REQUEST FROM PIMA COUNTY TO GET INVOLVED TO SUPPORT NRG SOLAR IN A
SIMILAR SITUATION TO THAT FACED BY FRV. THANKS TO THE WORK DONE ON THE
FRV PROJECT, APPROVAL OF THE NRG SITE WAS MUCH EASIER TO OBTAIN.

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

4e Total program service expenses

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132002
02-09-12

SEE SCHEDULE O FOR CONTINUATION(S)

2

11400816 759078 5063

2011.04010 SOUTHERN ARIZONA LEADERSHIP 5063 2

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

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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)? <i>If "Yes," complete Schedule A</i>		X
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>	X	
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		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? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		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? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional.</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		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? <i>If "Yes," complete Schedule F, Parts II and IV</i>		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? <i>If "Yes," complete Schedule F, Parts III and IV</i>		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? <i>If "Yes," complete Schedule G, Part I</i>		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? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

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**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

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Part IV Checklist of Required Schedules (continued)

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

Note. All Form 990 filers are required to complete Schedule O

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COUNCIL, INC.**

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Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.		
c	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.		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
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)?		X
b	If "Yes," enter the name of the foreign country. See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		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?		
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?	X	
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		X
7	Organizations that may receive deductible contributions under section 170(c).		
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.		
e	Did the organization 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	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12.		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders.		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

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COUNCIL, INC.**

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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

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

☒

Section A. Governing Body and Management

	1a	1b	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	24			
b Enter the number of voting members included in line 1a, above, who are independent		24		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		X	
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3			X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4			X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5			X
6 Did the organization have members or stockholders?	6		X	
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a		X	
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b			X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a The governing body?	8a		X	
b Each committee with authority to act on behalf of the governing body?	8b		X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9			X

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

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

Section C. Disclosure

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

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

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

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **PAM DUNCAN - (520) 327-7619**
3497 N. CAMPBELL AVE., SUITE 703, TUCSON, AZ 85719

132008
01-23-12

Form 990 (2011)

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Form 990 (2011)

86-0879845 Page 7

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

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

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

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(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 employee	Former			
(1) KEN ABRAHAMS DIRECTOR	2.00	X						0.	0.	0.
(2) STAN ABRAMS DIRECTOR	2.00	X						0.	0.	0.
(3) BONNIE ALLIN DIRECTOR	2.00	X						0.	0.	0.
(4) HANK AMOS DIRECTOR	2.00	X						0.	0.	0.
(5) MARA ASPINALL DIRECTOR	2.00	X						0.	0.	0.
(6) PAUL BONAVIA DIRECTOR	2.00	X						0.	0.	0.
(7) DON BOURN DIRECTOR	2.00	X						0.	0.	0.
(8) RUTH BRINKLEY DIRECTOR	2.00	X						0.	0.	0.
(9) GARY CLARK DIRECTOR	2.00	X						0.	0.	0.
(10) BRUCE DUSENBERRY DIRECTOR	2.00	X						0.	0.	0.
(11) JIM GENTILE DIRECTOR	2.00	X						0.	0.	0.
(12) DUFF HEARON DIRECTOR	2.00	X						0.	0.	0.
(13) LISA LOVALLO DIRECTOR	2.00	X						0.	0.	0.
(14) STEVE LYNN DIRECTOR	2.00	X						0.	0.	0.
(15) MARK MISTLER DIRECTOR	2.00	X						0.	0.	0.
(16) RICK MYERS DIRECTOR	2.00	X						0.	0.	0.
(17) KATHLEEN PERKINS DIRECTOR	2.00	X						0.	0.	0.

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Form 990 (2011)

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(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 employee	Former			
(18) DONALD PITT DIRECTOR	2.00	X						0.	0.	0.
(19) SI SCHORR DIRECTOR	2.00	X						0.	0.	0.
(20) SARAH SMALLHOUSE DIRECTOR	2.00	X						0.	0.	0.
(21) LESLIE TOLBERT DIRECTOR	2.00	X						0.	0.	0.
(22) BRUCE BEACH CHAIR	4.00	X		X				0.	0.	0.
(23) MIKE HAMMOND VICE CHAIR	4.00	X		X				0.	0.	0.
(24) LARRY ALDRICH SECRETARY	4.00	X		X				0.	0.	0.
(25) ROGER VOGEL TREASURER	4.00	X		X				0.	0.	0.
(26) RONALD SHOOPMAN PRESIDENT	60.00			X				167,500.	0.	0.
1b Sub-total								167,500.	0.	0.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								167,500.	0.	0.

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

- 3** Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual
- 4** For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual
- 5** Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

	Yes	No
3		X
4	X	
5		X

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

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

Form **990** (2011)

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Form 990 (2011)

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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
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c					
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	1,410.				
	g Noncash contributions included in lines 1a-1f \$						
	h Total. Add lines 1a-1f			1,410.			
Program Service Revenue	2 a MEMBERSHIP DUES	Business Code	541900	455,000.	455,000.		
	b						
	c						
	d						
	e						
	f All other program service revenue						
	g Total. Add lines 2a-2f			455,000.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			115.			115.
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6 a Gross rents	(i) Real	(ii) Personal				
	b Less: rental expenses						
	c Rental income or (loss)						
	d Net rental income or (loss)						
	7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
	b Less: cost or other basis and sales expenses						
	c Gain or (loss)						
	d Net gain or (loss)						
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
	b Less: direct expenses	b					
	c Net income or (loss) from fundraising events						
	9 a Gross income from gaming activities See Part IV, line 19	a					
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities						
	10 a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b						
c Net income or (loss) from sales of inventory							
Miscellaneous Revenue			Business Code				
11 a							
b							
c							
d All other revenue							
e Total. Add lines 11a-11d							
12 Total revenue. See instructions.			456,525.	455,000.	0.	115.	

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Form **990** (2011)

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Form 990 (2011)

86-0879845 Page **10**

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).

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	13,836.			
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	167,500.			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	38,674.			
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits	4,152.			
10 Payroll taxes	12,442.			
11 Fees for services (non-employees):				
a Management				
b Legal	281.			
c Accounting	4,923.			
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other	34,790.			
12 Advertising and promotion	8,398.			
13 Office expenses	26,709.			
14 Information technology	3,930.			
15 Royalties				
16 Occupancy	38,724.			
17 Travel	2,891.			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	43,032.			
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	3,931.			
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a DUES AND SUBSCRIPTIONS	3,682.			
b PROXY TAX	2,875.			
c MISCELLANEOUS	1,396.			
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	412,166.			
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here ☐ if following SOP 98-2 (ASC 958-720)

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Form 990 (2011)

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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	223,895.	2	155,952.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	279,500.	4	474,750.
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)		6	
	7 Notes and loans receivable, net	2,500.	7	0.
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	53,811.		
	b Less: accumulated depreciation	49,225.	6,280.	4,586.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11		15	3,755.
16 Total assets. Add lines 1 through 15 (must equal line 34)	512,175.	16	639,043.	
Liabilities	17 Accounts payable and accrued expenses	7,991.	17	
	18 Grants payable		18	
	19 Deferred revenue	405,000.	19	495,500.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	75.	25	75.
	26 Total liabilities. Add lines 17 through 25	413,066.	26	495,575.
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds	0.	30	0.
	31 Paid-in or capital surplus, or land, building, or equipment fund	0.	31	0.
	32 Retained earnings, endowment, accumulated income, or other funds	99,109.	32	143,468.
	33 Total net assets or fund balances	99,109.	33	143,468.
34 Total liabilities and net assets/fund balances	512,175.	34	639,043.	

Form **990** (2011)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	456,525.
2	Total expenses (must equal Part IX, column (A), line 25)	2	412,166.
3	Revenue less expenses. Subtract line 2 from line 1	3	44,359.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	99,109.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	0.
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	143,468.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response to any question in this Part XII ☐

- 1 Accounting method used to prepare the Form 990. ☐ Cash ☒ Accrual ☐ Other _____
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a 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 separate basis, consolidated 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.

	Yes	No
2a		X
2b		X
2c		
3a		X
3b		

Form 990 (2011)

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

OMB No 1545-0047

2011

Open to Public
Inspection

▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
▶ **See separate instructions.**

If the organization answered "Yes" to Form 990, Part IV, line 3, or Form 990-EZ, Part V, 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), or Form 990-EZ, Part V, line 35c (Proxy Tax), then

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

Name of organization SOUTHERN ARIZONA LEADERSHIP COUNCIL, INC.	Employer identification number 86-0879845
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ▶ \$
- 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 ▶ \$
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ \$
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b ▶ \$
- 4 Did the filing organization file Form 1120-POL for this year? ☐ Yes ☐ No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV

(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-

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

Schedule C (Form 990 or 990-EZ) 2011

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SOUTHERN ARIZONA LEADERSHIP

Schedule C (Form 990 or 990-EZ) 2011 COUNCIL, INC.

86-0879845 Page 2

Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).

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

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

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

(a) Filing organization's totals

(b) Affiliated group totals

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

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
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.

- g** Grassroots nontaxable amount (enter 25% of line 1f)
- h** Subtract line 1g from line 1a. If zero or less, enter -0-
- i** Subtract line 1f from line 1c. If zero or less, enter -0-
- j** If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?

☐ Yes ☐ No

4-Year Averaging Period Under Section 501(h)

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Schedule C (Form 990 or 990-EZ) 2011

Schedule C (Form 990 or 990-EZ) 2011 COUNCIL, INC.

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

- [illegible]

	Yes	No
1		X
2		X
3		X

1	455,000.
2a	3,840.
2b	
2c	3,840.
3	
4	0.
5	3,840.

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization **SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Employer identification number
86-0879845

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

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

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

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

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

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

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

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶

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

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

9 In Part 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

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items.

(i) Revenues included in Form 990, Part VIII, line 1	▶ \$
(ii) Assets included in Form 990, Part X	▶ \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1	▶ \$
b Assets included in Form 990, Part X	▶ \$

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

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items

(check all that apply):

a ☐ Public exhibitiond ☐ Loan or exchange programsb ☐ Scholarly researche ☐ Other _____c ☐ Preservation for future generations

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

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

	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 the 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 current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment ▶ _____ %

b Permanent endowment ▶ _____ %

c Temporarily restricted endowment ▶ _____ %

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

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

(i) unrelated organizations

(ii) related organizations

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

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

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings		2,237.	80.	2,157.
c Leasehold improvements				
d Equipment		34,166.	33,279.	887.
e Other		17,408.	15,866.	1,542.
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				4,586.

Schedule D (Form 990) 2011

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Schedule D (Form 990) 2011

86-0879845 Page **3**

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
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶		

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 15.) ▶	

Part X Other Liabilities. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
1. Federal income taxes	
(2) UNCLAIMED PROPERTY	75.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col (B) line 25.) ▶	

FIN 48 (ASC 740) Footnote In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under

2. FIN 48 (ASC 740)
132053
01-23-12

Schedule D (Form 990) 2011

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Schedule D (Form 990) 2011

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	
3	Excess or (deficit) for the year Subtract line 2 from line 1	3	
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	10	

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	
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	

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

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

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

SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

86-0879845

Page 2

Schedule I (Form 990) (2011)

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information

SALC DOES NOT MAKE GRANTS. IT MAY, FROM TIME TO TIME, MAKE CONTRIBUTIONS TO OTHER ORGANIZATIONS. ORGANIZATIONS ELIGIBLE TO RECEIVE CONTRIBUTIONS HAVE PURPOSES AND PROGRAMS THAT ACCOMPLISH SALC'S MISSION OF ENHANCING THE REGION'S QUALITY OF LIFE AND ECONOMIC CLIMATE.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

▶ Complete if the organization answered "Yes" to Form 990,
Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

Employer identification number

86-0879845

Part I Questions Regarding Compensation

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

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or
reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors,
trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's
CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to
establish compensation of the CEO/Executive Director. Explain in Part III

- | | |
|---|---|
| <input type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

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

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

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

5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation
contingent on the revenues of:

- a** The organization?
- b** Any related organization?

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

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

- a** The organization?
- b** Any related organization?

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

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

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

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

	Yes	No
1a		
1b		
2		
3		
4a		X
4b		X
4c		X
5a		
5b		
6a		
6b		
7		
8		
9		

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

Schedule J (Form 990) 2011

**SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.**

86-0879845

Page 2

Schedule J (Form 990) 2011

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

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

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

(A) Name	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 RONALD SHOOPMAN	(i) 157,500.	10,000.	0.	0.	0.	167,500.	0.
	(ii) 0.	0.	0.	0.	0.	0.	0.
2	(i)						
	(ii)						
3	(i)						
	(ii)						
4	(i)						
	(ii)						
5	(i)						
	(ii)						
6	(i)						
	(ii)						
7	(i)						
	(ii)						
8	(i)						
	(ii)						
9	(i)						
	(ii)						
10	(i)						
	(ii)						
11	(i)						
	(ii)						
12	(i)						
	(ii)						
13	(i)						
	(ii)						
14	(i)						
	(ii)						
15	(i)						
	(ii)						
16	(i)						
	(ii)						

Schedule J (Form 990) 2011

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047

2011

Open to Public
Inspection

Name of the organization

SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

Employer identification number
86-0879845

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

THE ARIZONA STRATEGIC PLANNING PROJECT LED BY GPL BEGAN WITH THE
BUSINESS LEADERSHIP GROUPS OF SALC, GPL AND FLAGSTAFF FORTY COMMITTING
TO WORKING WITH OUR ELECTED AND GOVERNMENT OFFICIALS TO CREATE A
STRATEGIC PLAN FOR THE FUTURE OF ARIZONA.

AS A PRELUDE TO ENDORSING THE REAL ARIZONA COALITION (RAC), SALC HELPED
DEVELOP AND ENDORSED A ONE-PAGE STATEMENT ON IMMIGRATION AND ITS IMPACT
ON THE ECONOMY OF ARIZONA.

LED BY SALC, THE BIOSCIENCE LEADERSHIP COUNCIL OF SOUTHERN ARIZONA
(BLCSA) HAS GROWN ITS MEMBERSHIP TO OVER 40 DIFFERENT BUSINESSES, THE
UNIVERSITY OF ARIZONA, FLINN FOUNDATION AND SEVERAL BIO INDUSTRY
ASSOCIATIONS. BLCSA MADE SIGNIFICANT GAINS IN 2011 TOWARDS THE GOAL OF
BUILDING THE BIOSCIENCE ECONOMY IN SOUTHERN ARIZONA. BLCSA ACTIVELY
ENGAGED LEGISLATORS AND ELECTED LEADERS LOCALLY AND STATEWIDE, BEGAN A
FORMAL "PERCEPTION STUDY" OF HOW OUR REGION IS PERCEIVED BY SITE
SELECTORS.

LED BY SALC, THE TUCSON REGIONAL WATER COALITION (TRWC) IS NOW
COMPRISED OF A DOZEN BUSINESS GROUPS DEDICATED TO A SUSTAINABLE WATER
SUPPLY FOR OUR REGION. THE GROUP PLAYS A LEADING ROLE IN THE ONGOING
EFFORT TO CREATE BETTER MANAGEMENT PRACTICES FOR WATER AND TO VIEW THE
RESOURCE FROM A REGIONAL PERSPECTIVE. IN 2011 TRWC PROVIDED FUNDING FOR
THE REGIONAL WATER ASSESSMENT TASK FORCE THINK TANK REPORT THAT WAS

Name of the organization SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

Employer identification number
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PRESENTED TO THE PUBLIC ON SEPT. 26.

ACTING DECISIVELY TO SUPPORT QUALITY EDUCATION IN PIMA COUNTY, SALC
CREATED A NEW MODEL OF BUSINESS-EDUCATION PARTNERSHIP THROUGH TUCSON
VALUES TEACHERS (TVT). THE EFFORT HAS CREATED THE OPPORTUNITY FOR
NEARLY 100 BUSINESSES TO STRATEGICALLY INVEST IN THE ECONOMICS AND
PROFESSIONALISM OF THE TEACHING PROFESSION.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

TOP QUALITY TEACHERS FOR EVERY CLASSROOM IN PIMA COUNTY HAS SHOWN
SIGNIFICANT SUCCESS AS JUDGED BY A SURVEY OF THE TEACHERS THEMSELVES.

TVT, IN ITS THREE YEARS OF EXISTENCE, HAS LEVERAGED AN ANNUAL OPERATING
BUDGET OF APPROXIMATELY \$160,000 TO DRIVE THE COLLECTION AND
DISTRIBUTION OF NEARLY \$200,000 IN BASIC CLASSROOM SUPPLIES; STIMULATED
NEARLY \$1 MILLION IN INVESTMENT FROM 22 BUSINESSES AS MATCHING FUNDS
FOR TEACHER SALARIES AS PART OF THE INTERNSHIP PROGRAM OFFERED IN
COLLABORATION WITH THE UNIVERSITY OF ARIZONA; ORGANIZED MORE THAN 50
BUSINESSES TO OFFER SIGNIFICANT DISCOUNTS IN GOODS AND SERVICES FOR
TEACHERS THAT HAS DRIVEN TEACHER SPENDING OF APPROXIMATELY \$500,000
OVER THREE YEARS; AND INSPIRED MORE THAN 100 MEDIA STORIES THAT
HIGHLIGHT THE PROFESSIONALISM AND CRITICAL ROLE OF THE TEACHING
PROFESSION.

TUCSON UNIFIED SCHOOL DISTRICT - THANKS TO THE GENEROSITY OF SALC
MEMBERS WHO CONTRIBUTED FUNDING, TUSD SUPERINTENDENT JOHN PEDICONE WAS
ABLE TO HOLD A DISTRICT-WIDE MEETING TO LAUNCH HIS DRIVE TO TRANSFORM
THE TUSD CULTURE AND TO TURN TUSD INTO A WORLD-CLASS TEACHING

Name of the organization SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

Employer identification number
86-0879845

INSTITUTION.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:

BIOSCIENCES LEADERSHIP COUNCIL OF SOUTHERN ARIZONA (BLCSA). THE EIGHTH ANNUAL ASSESSMENT OF THE ARIZONA BIOSCIENCE ROADMAP BY BATTELLE REPORTED THAT BIOSCIENCE JOBS GREW BY SEVEN PERCENT IN ARIZONA DURING THE RECESSIONARY YEARS OF 2008-2009, EVEN AS THE REMAINDER OF THE PRIVATE SECTOR SAW JOBS SHRINK BY 11 PERCENT. MOREOVER, ARIZONA'S 32 PERCENT INCREASE IN BIOSCIENCE EMPLOYMENT FROM 2002 TO 2009 OUTPACED THE NATION'S GAIN OF 11 PERCENT IN THE SAME PERIOD.

THE STATEWIDE FLINN BIOSCIENCE STEERING COMMITTEE, CO-CHAIRLED BY SALC PRESIDENT RON SHOOPMAN, ANNOUNCED A SET OF DRAFT POLICY PRINCIPLES DESIGNED TO STRENGTHEN THE BIOSCIENCE SECTOR IN ARIZONA. THE COMMITTEE CONCLUDED THAT IF ARIZONA IS TO ACHIEVE ITS GOAL OF BECOMING A WORLD LEADER IN THE BIOSCIENCES IT WILL REQUIRE A COMPREHENSIVE APPROACH THAT INCLUDES INVESTMENTS, EDUCATIONAL REFORMS AND COLLABORATION AMONG VARIOUS GROUPS.

****SALC LEGISLATIVE ENGAGEMENT****

JOB CREATION REQUIRES A TAX AND REGULATORY ENVIRONMENT FAVORABLE TO BUSINESS. THE STRATEGIC INITIATIVES COMMITTEE LEADS THE SALC WORK IN THIS AREA.

PRO BUSINESS LEGISLATION. SALC SUPPORT OF AND EVENTUAL PASSAGE OF A SWEEPING AND HISTORIC ECONOMIC COMPETITIVENESS PACKAGE WAS A MAJOR

Name of the organization SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

Employer identification number
86-0879845

HIGHLIGHT THIS PAST LEGISLATIVE SESSION. SALC AND A NUMBER OF OTHER BUSINESS GROUPS ENCOURAGED THE LEGISLATURE AND GOVERNOR TO ACT DECISIVELY AND MAKE JOB CREATION THEIR NUMBER ONE PRIORITY. THE RESULT WAS ACTION TO CUT THE CORPORATE INCOME TAX RATE, REDUCE THE BUSINESS PROPERTY TAX RATE, INSTITUTE REFORMS THAT MAKE ARIZONA MORE ATTRACTIVE FOR EXPORT-ORIENTED MANUFACTURERS, AND CREATE THE ARIZONA COMMERCE AUTHORITY, WHICH WILL OFFER NEW TOOLS TO ATTRACT BUSINESSES TO THE STATE.

SALC VETO POWER. SALC ASKED GOVERNOR BREWER TO VETO 4 PIECES OF LEGISLATION IN 2011 AND THE GOVERNOR VETOED EVERY ONE OF THEM. THE LIST INCLUDES LEGISLATION THAT WAS POORLY WRITTEN OR THAT WOULD HAVE HAD UNINTENDED CONSEQUENCES. THEY WERE:

- * HB 2702 POORLY WRITTEN TAXPAYERS' BILL OF RIGHTS LEGISLATION.
- * SB 1322 A STATE OVERREACH THAT WOULD REQUIRE CITIES TO BID SERVICES.
- * SB 1593 HEALTH INSURANCE INTERSTATE PURCHASE.
- * SB 1497 IMPACT ON THE ARIZONA BOARD OF REGENTS BY SEPARATING UMC FROM REGENT CONTROL. SALC LED A MAJOR EFFORT TO EARN THIS VETO. IN A LETTER TO GOV. JAN BREWER, SALC RECOMMENDED THE VETO AND THE FORMATION OF A HEALTHCARE COMMITTEE TO REVIEW THE LEADERSHIP STRUCTURE FOR THE NEW UA HEALTHCARE ENTITY. THE GOVERNOR CONVENED THE PANEL AND RICK MYERS AND RON SHOOPMAN SERVED ON IT. THE RESULTS APPEAR TO BE FAVORABLE AT THIS WRITING.

SUPPORT FOR RETENTION OF MILITARY JOBS AND THE AEROSPACE AND DEFENSE INDUSTRY AIR AND SPACE OPERATIONS CENTER. SALC SUPPORTED DAVIS-MONTHAN AIR FORCE BASE AS THE BEST CHOICE FOR THE AIR FORCE'S PLANNED

Name of the organization SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

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CONSOLIDATION OF TWO OF ITS AIR AND SPACE OPERATIONS CENTERS. THE
SUPPORT DEMONSTRATED BY SALC, THE DM 50 AND OTHERS MAY HAVE PLAYED A
ROLE IN THE AIR FORCE DECISION NOT TO CONSOLIDATE THE CENTERS.

F-35 BASING AT THE 162ND FIGHTER WING. SALC'S FULL ENDORSEMENT OF THE
POTENTIAL BASING OF THE NEW F-35 FIGHTER AT THE 162ND FIGHTER WING WAS
SHARED DIRECTLY WITH SEN. JOHN MCCAIN AND IN LETTER TO THE REST OF THE
ARIZONA DELEGATION.

PROTECTING RAYTHEON. SALC INFRASTRUCTURE FOCUS AREA GAVE TENTATIVE
APPROVAL TO A PLAN DESIGNED TO PROTECT OUR LARGEST EMPLOYER AND ALLOW
RAYTHEON TO EXPAND AND CONTROL ITS BOUNDARIES. THE PLAN WILL ALSO
SUPPORT A TREO INITIATIVE TO CREATE AN AEROSPACE AND DEFENSE CORRIDOR
CENTERED ON TUCSON INTERNATIONAL AIRPORT. SALC HAS BEEN ASKED TO
CONSIDER FULLY SUPPORTING THE NEXT PIMA COUNTY BOND ELECTION IN 2013,
WHICH WILL PROVIDE THE FUNDING FOR THE RAYTHEON PROJECT.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

****ARIZONA STATE BUDGET****

ARIZONA STATE BUDGET CRISIS:

EARLY IN 2011 THE THREE STATE BUSINESS LEADERSHIP GROUPS ISSUED A
STATEMENT SAYING ARIZONA'S STRUCTURAL DEFICIT IS THE MOST PRESSING
ISSUE FACING OUR STATE. SALC, GPL AND FLAGSTAFF FORTY WORKED WITH STATE
LEGISLATORS TO ADDRESS THE STATE'S STRUCTURAL DEFICIT.

DESPITE PAINFUL CUTS TO THE OVERALL BUDGET FOR 2011, THE STATE BUDGET

132212
01-23-12

Schedule O (Form 990 or 990-EZ) (2011)

Name of the organization SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

Employer identification number
86-0879845

REQUIRED AN EXTRA BILLION-DOLLAR INFUSION OF REVENUE TO BALANCE IT. THE
PROP 100 SALES TAX REVENUE MADE IT POSSIBLE, BUT NOW THE STATE FACES
YET ANOTHER BUDGET CLIFF WHEN THE PROP 100 TAX SUNSETS IN 2013. ADD TO
THE MIX SIGNIFICANT NEW COSTS ASSOCIATED WITH THE NEW NATIONAL
HEALTHCARE BILL AND ARIZONA ONCE AGAIN STANDS ON THE PRECIPICE OF A
STEEP BUDGET CLIFF.

ARIZONA STRATEGIC PLANNING PROJECT:

IN EARLY 2011 THE LEADERSHIP OF GPL, SALC AND FLAGSTAFF FORTY
RECOGNIZED THAT IT WAS UP TO US, THE STATE'S BUSINESS LEADERS, TO GET
DIRECTLY INVOLVED TO HELP OUR STATE. AND SO WAS BORN THE ARIZONA
STRATEGIC PLANNING PROJECT.

GIVEN THE IMPORTANCE OF THE STATE'S FISCAL CRISIS, THE NEWLY APPOINTED
SALC COMMITTEE ON THE STATE BUDGET CONCENTRATED INITIALLY ON
ENCOURAGING LEGISLATORS TO ADOPT A LONG-TERM STRATEGIC PLAN THAT WOULD
BE USED TO GUIDE FUTURE DECISIONS ON THE BUDGET AND STATE OPERATIONS.
THE EFFORT WAS GIVEN IMPETUS BY THE REALIZATION THAT THE LEGISLATURE
AND EXECUTIVE BRANCH USE THEIR DEVELOPMENT OF THE ANNUAL BUDGET AS
THEIR ONLY STATEWIDE PLANNING PROCESS - AN APPROACH THAT RELIES NOT ON
LONG-TERM GOALS OR STRATEGIES FOR THE STATE, BUT INSTEAD REACTS TO THE
MOMENTARY VICISSITUDES OF THE ECONOMY AND THE VOTERS.

THE FIRST CRITICAL STEP TOWARD DEVELOPING A LONG-RANGE PLANNING PROCESS
FOR THE STATE OF ARIZONA OCCURRED MAY 20 WHEN 145 CEOS, ELECTED
OFFICIALS, MEMBERS OF THE GOVERNOR'S STAFF AND SUPPORT PERSONNEL
GATHERED AT THE SCOTTSDALE CONFERENCE CENTER. TWENTY SALC MEMBERS WERE

Name of the organization SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

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86-0879845

AMONG THE PARTICIPANTS.

THE STATE'S BUSINESS COMMUNITIES' EFFORTS TO INTRODUCE STRATEGIC
PLANNING TO THE STATE OF ARIZONA TOOK SIGNIFICANT STEPS FORWARD WITH
THE DEVELOPMENT OF PRINCIPLES AND BEST PRACTICES BY THE FISCAL POLICY
SUBCOMMITTEE. THE SUBCOMMITTEE CONSISTS OF MEMBERS FROM SALC, GREATER
PHOENIX LEADERSHIP, AND THE FLAGSTAFF FORTY.

FORM 990, PART V, LINE 6B: ANY FUNDRAISING SOLICITATION (INCLUDING
SOLICITATION OF MEMBER DUES) BY ANY SECTION 501(C) ORGANIZATION THAT IS
NOT ELIGIBLE TO RECEIVE CONTRIBUTIONS DEDUCTIBLE AS CHARITABLE
CONTRIBUTIONS FOR FEDERAL INCOME TAX PURPOSES MUST INCLUDE AN EXPLICIT
STATEMENT THAT CONTRIBUTIONS, INCLUDING MEMBER DUES, PAID TO IT ARE NOT
DEDUCTIBLE AS CHARITABLE CONTRIBUTIONS.

SOUTHERN ARIZONA LEADERSHIP COUNCIL (SALC) HAS HISTORICALLY INCLUDED
THE PROPER DISCLOSURE ON ALL OF ITS INVOICES. UNFORTUNATELY, THERE WAS
A SOFTWARE ISSUE WHEN SALC MOVED OFFICES IN 2011, AND THE DISCLOSURE
WAS REMOVED FROM THE QUICKBOOKS INVOICE TEMPLATE. SOME, BUT NOT ALL,
OF THE 2012 INVOICES SENT IN LATE 2011 DID NOT CONTAIN THE DISCLOSURE.
SALC HAS SINCE CORRECTED THE INVOICE TEMPLATE AND THE DISCLOSURE ONCE
AGAIN APPEARS ON ALL INVOICES.

FORM 990, PART VI, SECTION A, LINE 2: LARRY ALDRICH AND PAUL BONAVIA HAVE
A BUSINESS RELATIONSHIP.

PAUL BONAVIA AND STEVE LYNN HAVE A BUSINESS RELATIONSHIP.

Name of the organization SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

Employer identification number
86-0879845

FORM 990, PART VI, SECTION A, LINE 6: AN ACTIVE MEMBER MUST BE THE CHIEF EXECUTIVE OFFICER OR A SENIOR OFFICIAL OF A CORPORATION LOCATED IN ARIZONA OR A SENIOR PARTNER IN A LEGAL, ACCOUNTING, OR PROFESSIONAL FIRM. THE PARTICIPATION IN THE COUNCIL FROM ANY ONE COMPANY IS TO BE THE SENIOR INDIVIDUAL IN THE FIRM. THOSE WHO DO NOT SPECIFICALLY FIT THESE CATEGORIES MAY BE CONSIDERED BASED UPON THEIR ABILITY TO MAKE A SIGNIFICANT CONTRIBUTION TO THE COMMUNITY. ACTIVE MEMBERS PAY ANNUAL DUES AND ARE ENTITLED TO VOTE ON THE ELECTION OF DIRECTORS AND UPON ISSUES RELATING TO THE PAYMENT OF DUES. SALC MAY ALSO RECOGNIZE MEMBERSHIP BY MEMBERS EMERITI OR MEMBERS OF THE COMMUNITY HOLDING SIGNIFICANT POSITIONS.

FORM 990, PART VI, SECTION A, LINE 7A: THE NOMINATION AND ELECTION OF DIRECTORS TAKES PLACE AT THE ANNUAL MEETING OF THE MEMBERS. BALLOTS ARE CAST BY CURRENTLY ACTIVE MEMBERS PRESENT AT THE ANNUAL MEETING. BALLOTS MAY ALSO BE SUBMITTED BY MAIL, EMAIL, OR FACSIMILE TRANSMISSION PRIOR TO THE COMMENCEMENT OF THE MEETING.

FORM 990, PART VI, SECTION B, LINE 11: A DRAFT FORM 990 IS REVIEWED BY THE PRESIDENT PRIOR TO FILING. IT IS THEN PROVIDED TO ALL MEMBERS OF THE GOVERNING BODY, AND THEY ARE GIVEN AN OPPORTUNITY TO COMMENT BEFORE FILING.

FORM 990, PART VI, SECTION B, LINE 15A: COMPENSATION FOR THE PRESIDENT IS BASED ON COMPARABILITY DATA FOR SIMILARLY QUALIFIED PERSONS IN COMPARABLE POSITIONS OF NONPROFIT ORGANIZATIONS IN SOUTHERN ARIZONA. DATA IS OBTAINED USING PUBLICLY AVAILABLE FORMS 990. THE COMPENSATION WAS LAST REVIEWED AND APPROVED BY THE GOVERNING BODY ON DECEMBER 13, 2011.

FORM 990, PART VI, SECTION C, LINE 19: THE ORGANIZATION MAKES ITS

132212
01-23-12

Schedule O (Form 990 or 990-EZ) (2011)

Name of the organization SOUTHERN ARIZONA LEADERSHIP
COUNCIL, INC.

Employer identification number
86-0879845

GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS
AVAILABLE TO THE PUBLIC UPON REQUEST.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. SOUTHERN ARIZONA LEADERSHIP COUNCIL, INC.	Employer identification number (EIN) or <input checked="" type="checkbox"/> 86-0879845
	Number, street, and room or suite no. If a P.O. box, see instructions. 3497 N. CAMPBELL AVE., SUITE 703, NO. 307	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. TUCSON, AZ 85719-2377	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PAM DUNCAN

- The books are in the care of ► **4400 E. BROADWAY, SUITE 307 - TUCSON, AZ 85711**
Telephone No. ► **(520) 327-7619** FAX No. ► _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2011** or
► ☐ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	SOUTHERN ARIZONA LEADERSHIP COUNCIL, INC.	<input checked="" type="checkbox"/> 86-0879845
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	3497 N. CAMPBELL AVE., NO. 703	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	TUCSON, AZ 85719-2377	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

PAM DUNCAN

• The books are in the care of **3497 N. CAMPBELL AVE., SUITE 703 - TUCSON, AZ 85719**

Telephone No. **(520) 327-7619**

FAX No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning ☐ , and ending ☐

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO COMPILE THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒

Title ☒

CRA

Date ☒

8-15-12

Form 8868 (Rev. 1-2012)