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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

2011

Open to Public Inspection

A For the 2011 calendar year, or tax year beginning Apr 1 **, 2011, and ending** Mar 31 **, 2012**

B Check if applicable: [ ] Address change [ ] Name change [ ] Initial return [ ] Terminated [ ] Amended return [ ] Application pending

C Name of organization: Harpeth River Watershed Association, Inc.
Doing Business As
Number and street (or P O box if mail is not delivered to street addr): PO Box 1127 | Room/suite
City, town or country: Franklin | State: TN | ZIP code + 4: 37065

D Employer Identification Number: 62-1802858
E Telephone number: (615) 790-9767
G Gross receipts $ 447,917.

F Name and address of principal officer: Dorene Bolze 215 Jamestown Park Brentwood TN 37027

H(a) Is this a group return for affiliates? [ ] Yes [X] No
H(b) Are all affiliates included? [ ] Yes [ ] No
If 'No,' attach a list (see instructions)

I Tax-exempt status: [X] 501(c)(3) [ ] 501(c) ( )◄ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ► N/A

H(c) Group exemption number ►

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ►
L Year of Formation 1999
M State of legal domicile TN

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: To protect and restore the state scenic Harpeth River and clean water in Tennessee

2 Check this box ► [ ] 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	10
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	10
5	Total number of individuals employed in calendar year 2011 (Part V, line 2a)	5	3
6	Total number of volunteers (estimate if necessary)	6	700
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	37,811.	342,889.
	9	Program service revenue (Part VIII, line 2g)	999.	7,100.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	6.	49.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	340.	55,799.
	12	Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 12)	39,156.	405,837.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		
	14	Benefits paid to or for members (Part IX, column (A), line 4)		
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	39,068.	159,453.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		
	b	Total fundraising expenses (Part IX, column (D), line 25) ► 21,035.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	35,763.	191,743.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	74,831.	351,196.
	19	Revenue less expenses. Subtract line 18 from line 12	-35,675.	54,641.
			Beginning of Current Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	96,641.	148,742.
	21	Total liabilities (Part X, line 26)	19,966.	17,479.
	22	Net assets or fund balances Subtract line 21 from line 20	76,675.	131,263.

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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: Dorene A Bolze — Date 11/13/2012
Dorene Bolze
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check [X] if self-employed	PTIN
Richard Fridge, CPA		11/13/12		P00671940

Firm's name ► Richard Fridge, CPA
Firm's address ► 1907 21st Ave S
Nashville TN 37212
Firm's EIN ►
Phone no (615) 383-7717

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

SCANNED DEC 21 2012

G35
17 12

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission.

To protect and restore the state scenic Harpeth River and clean water in Tennessee

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 $ 94,438. including grants of $ 0.) (Revenue $ 7,100.)

River Restoration and Wildlife Protection - see attached narrative description

4b (Code _____) (Expenses $ 188,875. including grants of $ 0.) (Revenue $ 0.)

Water Quality Protection - see attached narrative description

4c (Code: _____) (Expenses $ 31,479. including grants of $ 0.) (Revenue $ 0.)

Outreach, Education & Recreation - see attached narrative description

4d Other program services (Describe in Schedule O)

(Expenses $ including grants of $) (Revenue $)

4e Total program service expenses ► 314,792.

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* (see instructions)?	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	**Section 501(c)(3) organizations** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If 'Yes,' complete Schedule C, Part II*	4		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If 'Yes,' complete Schedule C, Part III*	5		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If 'Yes,' complete Schedule D, Part I*	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 temporarily restricted endowments, permanent endowments, or quasi-endowments? *If 'Yes,' complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is 'Yes', then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings and equipment in Part X, line 10? *If 'Yes,' complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments— other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VII*	11b	X	
c	Did the organization report an amount for investments— program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If 'Yes,' complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If 'Yes,' complete Schedule D, Part X*	11e		X
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If 'Yes,' complete Schedule D, Part X*	11f		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If 'Yes,' complete Schedule D, Parts XI, XII, and XIII*	12a	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If 'Yes,' and if the organization answered 'No' to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional*	12b		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, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If 'Yes,' complete Schedule F, Parts I and IV*	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, Parts II and IV*	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, Parts III and IV*	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 (see instructions)*	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 a	Did the organization operate one or more hospital facilities? *If 'Yes,' complete Schedule H*	20		X
b	If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

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	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If 'Yes,' complete Schedule L, Part I*	25a		X
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		X
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 employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If 'Yes,' complete Schedule L, Part III*	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):			
a	A current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If 'Yes,' complete Schedule L, Part IV*	28b		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? *If 'Yes,' complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If 'Yes,' complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If 'Yes,' complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If 'Yes,' complete Schedule N, Part I*	31		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*	32		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*	33		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*	34		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		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)? *If 'Yes,' complete Schedule R, Part V, line 2*	35b		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If 'Yes,' complete Schedule R, Part V, line 2*	36		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*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

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	1a	11			
b Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c		
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	2a	3			
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)					
3a Did the organization have unrelated business gross income of $1,000 or more during the year?			3a		X
b If 'Yes' has it filed a Form 990-T for this year? *If 'No,' provide an explanation in Schedule O*			3b		
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)?			4a		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?			5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?			5c		
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?			6a		X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
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?			7a		X
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?			7b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d If 'Yes,' indicate the number of Forms 8282 filed during the year	7d				
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h		
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?			8		
9 Sponsoring organizations maintaining donor advised funds.					
a Did the organization make any taxable distributions under section 4966?			9a		
b Did the organization make a distribution to a donor, donor advisor, or related person?			9b		
10 Section 501(c)(7) organizations. 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 Section 501(c)(12) organizations. Enter					
a Gross income from 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 **Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12b				
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?			13a		
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	13b				
c Enter the amount of reserves on hand	13c				
14a Did the organization receive any payments for indoor tanning services during the tax year?			14a		X
b If 'Yes,' has it filed a Form 720 to report these payments? *If 'No,' provide an explanation in Schedule O*			14b		

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 . . . [X]

Section A. Governing Body and Management

			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.	1a	10		
b Enter the number of voting members included in line 1a, above, who are independent	1b	10		
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 other 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 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.)*

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

Section C. Disclosure

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

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.

[X] Own website [X] Another's website [X] 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 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

► Dorene Bolze 215 Jamestown Park Brentwood TN 37207 (615) 790-9767

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): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(1) Dorene Bolze Executive Director	40.00				X	X		62,751.	0.	0.
(2) Matt Dobson Chairman	5.00	X		X				0.	0.	0.
(3) Angela Calhoun Vice Chairman	5.00	X		X				0.	0.	0.
(4) Phil Pace Treasurer	5.00	X		X				0.	0.	0.
(5) Mike Corn Secretary	5.00	X		X				0.	0.	0.
(6) Beck Barkley Board Member	0.00	X						0.	0.	0.
(7) David Bridgers Board Member	0.00	X						0.	0.	0.
(8) Susan Hilgendorf Board Member	0.00	X						0.	0.	0.
(9) Craig Owensby Board Member	0.00	X						0.	0.	0.
(10) Jay Sheridan Board Member	0.00	X						0.	0.	0.
(11) Deborah Herron Miede Board Member	0.00	X						0.	0.	0.
(12)										
(13)										
(14)										

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Sch O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(15)										
(16)										
(17)										
(18)										
(19)										
(20)										
(21)										
(22)										
(23)										
(24)										
(25)										
1 b Sub-total ►								62,751.	0.	0.
c Total from continuation sheets to Part VII, Section A ►										
d Total (add lines 1b and 1c) ►								62,751.	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 ►

		Yes	No
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*	3		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than $150,000? *If 'Yes' complete Schedule J for such individual*	4		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? *If 'Yes,' complete Schedule J for such person*	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

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 ► 0

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					
1a Federated campaigns	1a				
b Membership dues	1b				
c Fundraising events	1c				
d Related organizations	1d				
e Government grants (contributions)	1e 104,308.				
f All other contributions, gifts, grants, and similar amounts not included above	1f 238,581.				
g Noncash contributions included in lns 1a-1f: $					
h **Total.** Add lines 1a-1f ►		342,889.			
PROGRAM SERVICE REVENUE	Business Code				
2a Service Revenue	541700	7,100.	7,100.	0.	0.
b					
c					
d					
e					
f All other program service revenue					
g **Total.** Add lines 2a-2f ►		7,100.			
OTHER REVENUE					
3 Investment income (including dividends, interest and other similar amounts) ►		49.	0.	0.	49.
4 Income from investment of tax-exempt bond proceeds ►					
5 Royalties ►					
	(i) Real / (ii) Personal				
6a Gross rents					
b Less rental expenses					
c Rental income or (loss)					
d Net rental income or (loss) ►					
	(i) Securities / (ii) Other				
7a Gross amount from sales of assets other than inventory					
b Less: cost or other basis and sales expenses					
c Gain or (loss)					
d Net gain or (loss) ►					
8a Gross income from fundraising events (not including $ of contributions reported on line 1c) See Part IV, line 18	a 96,931.				
b Less: direct expenses	b 42,080.				
c Net income or (loss) from fundraising events ►		54,851.		0.	54,851.
9a Gross income from gaming activities. See Part IV, line 19	a				
b Less: direct expenses	b				
c Net income or (loss) from gaming activities ►					
10a 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				
11a Misc Revenue	900099	948.	0.	0.	948.
b					
c					
d All other revenue					
e **Total.** Add lines 11a-11d ►		948.			
12 **Total revenue.** See instructions ►		405,837.	7,100.	0.	55,848.

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				
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	62,751.	53,367.	2,918.	6,466.
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	83,717.	81,802.	1,915.	0.
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes	12,985.	12,246.	181.	558.
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting	7,175.	0.	7,175.	0.
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other	118,451.	109,364.	64.	9,023.
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy	18,326.	16,231.	927.	1,168.
17 Travel	3,900.	3,900.	0.	0.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	1,263.	1,255.	4.	4.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,287.	1,159.	64.	64.
23 Insurance	3,684.	3,316.	184.	184.
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 Fees	3,090.	1,310.	1,780.	0.
b Supplies	34,567.	30,842.	157.	3,568.
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	351,196.	314,792.	15,369.	21,035.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ► ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

				(A) Beginning of year		(B) End of year
ASSETS	1	Cash – non-interest-bearing		26,541.	1	54,489.
	2	Savings and temporary cash investments			2	
	3	Pledges and grants receivable, net		22,891.	3	11,160.
	4	Accounts receivable, net		1,125.	4	9,394.
	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			7	
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges		2,614.	9	1,512.
	10a	Land, buildings, and equipment: cost or other basis Complete Part VI of Schedule D	10a 31,230.			
	b	Less: accumulated depreciation	10b 31,230.	1,288.	10c	0.
	11	Investments – publicly traded securities			11	
	12	Investments – other securities. See Part IV, line 11		42,182.	12	72,187.
	13	Investments – program-related. See Part IV, line 11			13	
	14	Intangible assets			14	
	15	Other assets. See Part IV, line 11			15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		96,641.	16	148,742.
LIABILITIES	17	Accounts payable and accrued expenses		19,966.	17	13,174.
	18	Grants payable			18	
	19	Deferred revenue			19	4,305.
	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			25	
	26	**Total liabilities.** Add lines 17 through 25		19,966.	26	17,479.
NET ASSETS OR FUND BALANCES		**Organizations that follow SFAS 117, check here ► [X] and complete lines 27 through 29 and lines 33 and 34.**				
	27	Unrestricted net assets		76,675.	27	117,658.
	28	Temporarily restricted net assets			28	13,605.
	29	Permanently restricted net assets			29	
		Organizations that do not follow SFAS 117, check here ► [ ] 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, or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		76,675.	33	131,263.
	34	Total liabilities and net assets/fund balances		96,641.	34	148,742.

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	405,837.
2	Total expenses (must equal Part IX, column (A), line 25)	2	351,196.
3	Revenue less expenses. Subtract line 2 from line 1	3	54,641.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	76,675.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-53.
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	131,263.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII . [ ]

			Yes	No
1	Accounting method used to prepare the Form 990: [ ] Cash [X] 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?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
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?	2c	X	
	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. [X] 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?	3a		X
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	3b		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization	Employer identification number
Harpeth River Watershed Association, Inc.	62-1802858

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

1 ☐ A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)** Enter the hospital's name, city, and state: _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☒ An organization that normally receives. (1) more than 33-1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions — subject to certain exceptions, and (2) no more than 33-1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III)

10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

a ☐ Type I **b** ☐ Type II **c** ☐ Type III – Functionally integrated **d** ☐ Type III – Other

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

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

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	**11g (i)**		
(ii) A family member of a person described in (i) above?	**11g (ii)**		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	**11g (iii)**		

h Provide the following information about the supported organization(s).

	(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in column (i) listed in your governing document? Yes	No	(v) Did you notify the organization in column (i) of your support? Yes	No	(vi) Is the organization in column (i) organized in the U S ? Yes	No	(vii) Amount of support
(A)										
(B)										
(C)										
(D)										
(E)										
Total										

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

Schedule **A** (Form 990 or 990-EZ) 2011

TEEA0401 09/28/11

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any 'unusual grants.')						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 **Public support.** Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 **Total support.** Add lines 7 through 10						

12 Gross receipts from related activities, etc (see instructions) 12

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ► ☐

Section C. Computation of Public Support Percentage

14 Public support percentage for 2011 (line 6, column (f) divided by line 11, column (f)) 14 %

15 Public support percentage from 2010 Schedule A, Part II, line 14 15 %

16a **33-1/3% support test – 2011.** If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

b **33-1/3% support test – 2010.** If the organization did not check a box on line 13 or 16a, and line 15 is 33-1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

17a **10%-facts-and-circumstances test – 2011.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test The organization qualifies as a publicly supported organization ► ☐

b **10%-facts-and-circumstances test – 2010.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and **stop here.** Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization ► ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ► ☐

Part III Support Schedule for Organizations Described in Section 509(a)(2)

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

Section A. Public Support

Calendar year (or fiscal yr beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions and membership fees received (Do not include any 'unusual grants.')	443,653.	609,646.	347,732.	286,286.	342,889.	2,030,206.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	2,754.	10,066.	10,050.	9,349.	7,100.	39,319.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 through 5	446,407.	619,712.	357,782.	295,635.	349,989.	2,069,525.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	111,785.	185,000.	119,150.	25,565.	148,545.	590,045.
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b	111,785.	185,000.	119,150.	25,565.	148,545.	590,045.
8 **Public support** (Subtract line 7c from line 6)						1,479,480.

Section B. Total Support

Calendar year (or fiscal yr beginning in) ►	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6	446,407.	619,712.	357,782.	295,635.	349,989.	2,069,525.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	3,500.	2,400.		35.	49.	5,984.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	3,500.	2,400.		35.	49.	5,984.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)	56,466.	43,577.	43,968.	48,264.	55,799.	248,074.
13 **Total support.** (Add lns 9, 10c, 11, and 12)	506,373.	665,689.	401,750.	343,934.	405,837.	2,323,583.

14 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ► ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f))	15	63.67 %
16 Public support percentage from 2010 Schedule A, Part III, line 15	16	68.80 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for **2011** (line 10c, column (f) divided by line 13, column (f))	17	0.26 %
18 Investment income percentage from **2010** Schedule A, Part III, line 17	18	0.29 %

19a **33-1/3% support tests – 2011.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☒

b **33-1/3% support tests – 2010.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ► ☐

20 **Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ► ☐

Part IV Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

Other Income Part III, Line 12

Description: Net Income from Fundraising Events

2007: 56466.

2008: 43577.

2009: 43230.

2010: 47273.

2011: 54851.

Description: Misc Revenue

2009: 738.

2010: 991.

2011: 948.

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, lines 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: Harpeth River Watershed Association, Inc.

Employer identification number: 62-1802858

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 can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered 'Yes' to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e.g., recreation or education)
☐ Preservation of an historically important land area
☐ Protection of natural habitat
☐ Preservation of a certified historic structure
☐ Preservation of open space

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

		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 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 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

		Amount
c Beginning balance	1c	
d Additions during the year	1d	
e Distributions during the year	1e	
f Ending balance	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

		Yes	No
(i) unrelated organizations	3a(i)		
(ii) related organizations	3a(ii)		
b If 'Yes' to 3a(ii), are the related organizations listed as required on Schedule R?	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				
c Leasehold improvements				
d Equipment	31,230.		31,230.	0.
e Other				
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c))* ►				0.

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) Brokerage Account	72,187.	FMV
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. *(Column (b) must equal Form 990 Part X, column (B) line 12)* ►	72,187.	

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. *(Column (b) must equal Form 990, Part X, column (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, column (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)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, column (B) line 25)* ►	

2 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 FIN 48 (ASC 740).

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)	405,837.
2	Total expenses (Form 990, Part IX, column (A), line 25)	351,196.
3	Excess or (deficit) for the year Subtract line 2 from line 1	54,641.
4	Net unrealized gains (losses) on investments	
5	Donated services and use of facilities	
6	Investment expenses	
7	Prior period adjustments	
8	Other (Describe in Part XIV.)	
9	Total adjustments (net). Add lines 4 through 8	
10	Excess or (deficit) for the year per audited financial statements Combine lines 3 and 9	54,641.

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	447,917.
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	42,080.		
e	Add lines 2a through 2d			2e	42,080.
3	Subtract line 2e from line 1			3	405,837.
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	405,837.

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

1	Total expenses and losses per audited financial statements			1	393,276.
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	42,080.		
e	Add lines 2a through 2d			2e	42,080.
3	Subtract line 2e from line 1			3	351,196.
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	351,196.

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 XII Line 2d Event expenses of $42,080 netted against revenues per the audited financial statements,but shown separately per the 990.

Pt XIII Line 2d Event expenses of $42,080 netted against revenues per the audited financial statements,but shown separately per the 990.

Part XIV Supplemental Information *(continued)*

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered 'Yes' to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than $15,000 on Form 990-EZ, line 6a.
► Attach to Form 990 or Form 990-EZ. ► See separate instructions.

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization: Harpeth River Watershed Association, Inc.

Employer identification number: 62-1802858

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

1 Indicate whether the organization raised funds through any of the following activities Check all that apply.

a ☐ Mail solicitations
b ☐ Internet and email solicitations
c ☐ Phone solicitations
d ☐ In-person solicitations
e ☐ Solicitation of non-government grants
f ☐ Solicitation of government grants
g ☐ Special fundraising events

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

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in column (i)	(vi) Amount paid to (or retained by) organization
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total ►						

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

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

		(a) Event #1 Dinner/Concert (event type)	(b) Event #2 (event type)	(c) Other events (total number)	(d) Total events (add column (a) through column (c))
REVENUE	1 Gross receipts	96,931.			96,931.
	2 Less Charitable contributions				
	3 Gross income (line 1 minus line 2)	96,931.			96,931.
DIRECT EXPENSES	4 Cash prizes				
	5 Noncash prizes	179.			179.
	6 Rent/facility costs	19,051.			19,051.
	7 Food and beverages	1,202.			1,202.
	8 Entertainment	3,150.			3,150.
	9 Other direct expenses	18,498.			18,498.
	10 Direct expense summary. Add lines 4 through 9 in column (d) ►				42,080.
	11 Net income summary Combine line 3, column (d), and line 10 ►				54,851.

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add column (a) through column (c))
REVENUE	1 Gross revenue				
DIRECT EXPENSES	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	
	7 Direct expense summary Add lines 2 through 5 in column (d) ►				
	8 Net gaming income summary Combine lines 1, column (d) and line 7 ►				

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

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

b If 'No,' explain _____

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

b If 'Yes,' explain _____

11 Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No

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

13 Indicate the percentage of gaming activity operated in.

a The organization's facility	13a	%
b An outside facility	13b	%

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

Name ►

Address ►

15a Does the organization have a contact with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

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

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

Name ►

Address ►

16 Gaming manager information

Name ►

Gaming manager compensation ► $

Description of services provided ►

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions

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

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

Part IV Supplemental Information. Complete this part to provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

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: Harpeth River Watershed Association, Inc.

Employer identification number: 62-1802858

Pt XI Line 5 - Other changes in Net Assets or Fund Balance

Subsequent to the filing of the previous 990 (period ended 3/31/11), a late adjustment was made to the books for $53.

Pt VI, Line 11a The draft of the 990 is reviewed by the financial administration staff team and sent to the board's finance committee for review before submittal to the IRS.

Pt VI, Line 15 The Executive Director and all HRWA full-time employees are reviewed annually. Supervisors review staff that they manage. For the Executive Director, the board appoints a review committee each year. The Executive Director completes a review as do the members of the review committee. The rest of the board is provided with the results of the annual review for input as well. Recommendations for priorities for the Executive Director, compensation and other aspects from the review committee are presented to the full board for approval. The annual review process is timed to fit with the annual budget cycle.

Pt VI, Line 19 All HRWA governing documents are on a public web site managed and reviewed by the Community Foundation of Middle TN, called Giving Matters. The Giving Matters staff review all postings and they specifically enter the financial data that is derived from the 990s. HRWA has a link on our web site to Giving Matters and informs the public that the governing documents, by-laws, and financial documents can be found here. We also provide such information to any who request it.

Name of the organization: Harpeth River Watershed Association, Inc.

Employer identification number: 62-1802858

PLEASE NOTE: The "prior year" figrues on Page 1 represent a short-period 990 that was filed for 01/01/11 - 3/31/11 to reflect a change in fiscal year

Schedule O (Form 990) Supplemental Information to Form 990
Form 990, Page 6, Line 9 (continued)

Name	Address	City	St	ZIP
Matt Dobson	1102 18th Ave	Nashville	TN	37212
Angela Calhoun	1005 Scramblers Knob	Franklin	TN	37069
Phil Pace	2601 Westwood Dr	Nashville	TN	37204
Mike Corn	215 Jamestown Park #100	Brentwood	TN	37027
Becky Barkley	845 Old Charlotte Pike E	Franklin	TN	37064
David Bridgers	150 4th Ave N #2000	Nashville	TN	37219
Susan Hilgendorf	103 Ewingville Dr	Franklin	TN	37064
Craig Owensby	805 Harpeth Bend Dr	Nashville	TN	37221
Jay Sheridan	143 4th Ave N	Franklin	TN	37064
Deborah Herron Miede	6878 Walnut Hills Dr	Brentwood	TN	37027

HARPETH RIVER
WATERSHED ASSOCIATION

ANNUAL REPORT: 2011
April 1, 2011 to March 31, 2012

I. Water Quality Protection and Sustainability: $188,875

- Harpeth River Restoration and Lowhead dam project:

This nationally funded project moved through final approved design plans during the fiscal year that included securing all relevant permits and reviews at the federal, state and local level. All documents and permits and details of this project are on the web site: http://www.harpethriver.org/program/lowhead_dam. During the spring of 2011 the preliminary design plan was completed. The Preliminary Design differs from the earlier Concept Design in that it is simplified by the reduction of pool elevation; thus, requiring only one low-profile, structure in the main channel versus the original six step pools. This one structure in the main channel is a double invert boulder cross vane structure to control pool elevation and several features to help with streambank stability and habitat. There are other structures in two tributaries and boulders in the main channel for fish habitat. This plan will eliminate the impoundment and restore over 8000 feet of the river to a free flowing natural riffle, run, pool structure, reduce siltation and sedimentation, improve habitat and water quality and allow fish passage while providing the city with a beautiful improved access for fishing and paddling; all while not hindering the city's ability to make drinking water under the terms of the state ARAP water withdrawal permit. The Harpeth River will become free flowing for its entire length, which makes its only one of 2 or 3 such rivers in all of the state.

Part of the design plan work included analysis of the city's drinking water intake structure. Analysis found that no modifications were needed for this project which saved the city nearly $100,000. The project's Full Steering committee meeting was held in May and reviewed and approved the plans. Final signed and sealed plans on the project were approved by city planning commission in January 2011. At that time, the city's engineering department moved to the phase of preparing bid documents that were issued in the spring after the end of this fiscal period.

Based on city's budgeting process and bidding process, the date to complete the project was moved from the summer of 2011 to the summer and fall of 2012. TWRA recommended in their approval that construction avoid April and May during the breeding season for the smallscale darter (*Etheostoma microlepidum*) that has been found in each fish survey conducted in the area over the years and with the study for this project. The end of the USFWS grant is September 2012, but a "no cost" extension can be obtained if needed. The City of Franklin and HRWA worked in two Memoranda of Agreements

during the summer and fall for the project. The MOA between the city and HRWA was adopted in September 2012 and between the city and TDEC in December 2012. Bolze attended all city meetings related to this project as the lead staff and overall Steering Committee leader.

With the public nature of City meetings, press coverage on the project was extensive. A cover story on the top of fold of the Tennessean ran in early August tied to the MOA approval process and other press in January around the public hearing and so forth. A public hearing involving all agency partners with information booths was coordinated by HRWA and COF for late January that attracted over 50 attendees of the public. Bolze gave a presentation on the project to the Ohio Basin Rivers Alliance conference in March that is spearheaded by the U.S. Army Corp of Engineers.

Two bi-annual reports, one annual financial reports, three summary reports and reimbursement requests were handled and the switch to the new federal financial payment system (ASAP).

State Water Quality Protection and Stormwater:

- Sewer permits in the downstream area of the Harpeth River watershed were up for renewal in the spring of 2011. HRWA reviewed the NPDES permits for Kingston Springs and White Bluff. The later has had a series of problems with sewer overflows in the collection system near the plant which has reached Trace creek that flows into the Harpeth at the back side of the Narrows where hundreds of thousands of people recreate annually. HRWA comments noted the need for a compliance schedule and other issues with the permit renewal. TDEC did not include a compliance schedule into the town's permit which needs to be addressed.

- Dissolved Oxygen study of the entire Harpeth River Mainstem was accomplished with volunteers covering more than 10 monitoring sites in late August/early September 2011. Unfortunately TDEC did not get to participate because their probes were not operational at the time. A complete set of all of the Dissolved Oxygen data gathered during HRWA monitoring projects, TDEC, EPA and others were standardized into a reporting format and put into one place to enable others to better analyze the data. A report on the findings over the past decade is to be presented at the April 2012 AWRA TN conference. Presentation to integrate proposals of Franklin's IWRP to come up with long-term plan for sewer and drinking water expansion for the city.

- Franklin's Integrated Water Management Plan and Results: CDM is the engineering firm that has worked for 18 months on a huge array of analyses on options for longterm sewer and drinking water for Franklin. HRWA, USGS, TDEC, various utility companies, Williamson County and others are members of the Stakeholder committee for the project. Bolze has raised key points since the beginning on the problems with the TDML on the Harpeth that has not set the pollutant load low enough to enable the river to recover and meet water quality standards. CDM and the city decided to take the pollutant loads in the EPA TMDL as they are and not evaluate options with the load at half the amount. Bolze is HRWA's expert on this project and attended all meeting and presentations of various

segments as CDM presented to Franklin's board of mayor and aldermen (BOMA) starting with the summer of 2011. The analysis looked at sewer and how to double capacity, the future of the drinking water plant, options with the city's stormwater program, restoration options, and effluent reuse for irrigation. Results from the computer water quality model were important. CDM held two meetings with HRWA, USGS and AquAeTer staff (HRWA's experts on the TMDL) to discuss the limitations and flaws in the modeling work. The final presentation to the stakeholder committee in late January said that based on the priorities set by the stakeholders, the best option was to build a second sewer plant UPRIVER a few miles from the current drinking water plant intake so that more water could be in the river in the summer to allow the drinking water plant to have more water when the river was low. USGS, HRWA and a few others had been pushing back on this "Toilet to Tap" option since the beginning by asking about health issues, public acceptance and basic assumptions in the modeling. Franklin would be the first community in the nation to do such a direct connection of treated sewer effluent to drinking water, and it isn't a necessary option at all. It is being driven by city reluctance to let go of a perceived sense of autonomy by maintaining some drinking water production capacity on the Harpeth when all drinking water can be provided by Harpeth Valley Utility District form its drinking water plant on the Cumberland River.

HRWA helped several aldermen get a grasp of the various moving parts to the IWRP work so that they could formulate questions to ask. Many were concerned about how costs were derived, the percentage of the river's flow in the summer that would be treated effluent going into the drinking water plant, and whether the stakeholder experts had actually endorsed this option. HRWA attended meetings and spoke, and circulated comments on key limitations to the analysis, that other options that had been reviewed were viable, and that the stakeholders had explicitly not endorsed the "Toilet to Tap" option. Williamson AM stories generated from the public meetings carried HRWA quotes, data, and the "Toilet to Tap" label.

After the last informal presentation to the aldermen, a resolution to adopt a $200 million suite of projects was quickly on the table. HRWA work hard to come up with reasonable components from that list that the city could move forward with that would not box them into the "Toilet to Tap" option. One of the main sticking points besides having a sewer plant discharging just upstream of the drinking water plant, is whether it is financially sound to continue to make drinking water at all from the Harpeth. Votes on revised components of the sewer and water projects happen in April and early May. HRWA created a web page on the overall IWRP and Toilet to Tap proposal and on the sewer plants: http://www.harpethriver.org/program/FranklinIWRP.

Tied to the IWRP work is TDEC's efforts to revise and renew the Sewer plant permits for Franklin, Cartwright Creek and Berry's Chapel (formerly Lynwood). The permits became officially up for renewal in November 2011. The TDEC permit writer has been very interested in all of the IWRP and HRWA data and analyses.

- Chickering Road sewer line: An issue with sewer lines arose along Chickering Road when the line blew out and created a mess in John Ingram's front yard. While Metro was very

responsive and repaired the leak, HRWA was asked to meet with Metro and look into complaints in the area along the sewer line. The line was built to connect Brentwood to Metro so that Brentwood would shut down its antiquated small package plant on the Little Harpeth. The city had been fined by TDEC for raw sewage violations from the plant and collection lines. A forced main line now runs from the pump station on the Little Harpeth just next to Christ Presbyterian Academy and runs up Chickering Road to connect to the end of the gravity sewer line which ultimately sends sewage from Brentwood for treatment across the Cumberland River.

The timing of the Chickering Road project was important because Metro was finalizing a one billion dollar CAP/ER (correction action plan) for its sewer system to meet an EPA settlement agreement. HRWA met with Metro sewer staff and met them on site and did field reconnaissance based on Metro's recent reports to neighbors on the situation. A leaky manhole not far from the connection between Brentwood and Metro's systems was a problem. Metro did a camera scan and replaced the cracked sewer lid. HRWA hired AquAeTer to do an *E. coli* study to see if the creek was being affected by the sewer line. The creek appears to be dry much of the time, though with a bedrock bottom, and fissures. The study found sites with *E. coli* counts over the state standards. The report was submitted to Metro which picked up on monitoring and doing PCR samples to identify the source of the *E. coli*. HRWA completed a review of Metro's CAP/ER and proposed a few additions that were included. HRWA's efforts with Metro focused some more effort at solving a recurring problem in the sewer line, but PCR data follow-up is still needed. HRWA provided the bacterial study to Metro and helped to arrange a meeting with the city of Belle Meade mayor, vice mayor, and manager, with Metro Councilman Emily Evans, and staff from Metro's sewer department.

- State Triennial Review of the water quality standards. TDEC had drafted a revision that sat for over a year until the case brought against the state over anti-degradation was won that HRWA board member Bridgers tried. TDEC rewrote the revision and issued it as final to the Water Board for approval at the end of 2011. HRWA along with numerous members of the TN Water groups argued in comments before the Water board that the revisions made substantive changes to the meaning of the regulations and needed to be reissued for public notice and comment. In addition Bridger's client funded a law suit filed in court that morning of the Water Board hearing arguing the same. The Water Board agreed and the revisions went out for public comment in late February 2012. Some of the key errors in the latest revision were addressed in the final version.

- HRWA reviewed a proposal before Metro Stormwater Appeals board in February by a property owners to replace bridge crossing over South Harpeth. HRWA provided comments and suggested natural channel design river restoration features, such as J-vanes, based on input from Ober who is one of HRWA's board members with expertise in bioengineering design for river restoration. The area of the river in question is highly eroding and the project offered important opportunities for buffer re-vegetation that was in a separate plan, and some orientation of the river's flow with vanes to prevent further river bank scour around the bridge pilings. HRWA's proposed changes were accepted.

- Bolze is vice-Chair of both Franklin and Williamson County's Stormwater Appeals Board which convened in both January and February, and the Franklin SWAB also met in March.

- In the 2012 state legislature, Bolze reviewed bills related to the Stormwater Qualified Local Program. Bolze sat on the TDEC project committee on behalf of the conservation committee. Bolze work with TDEC legislative staff to clean up the bills so that they complied with the federal laws on QLPs and were the legislative bills needed for TDEC's QLP program. A Quality Local Program is a municipal stormwater regulatory system that has been approved to also issue the state general construction permit.

- Stream mitigation bills were proposed that generated attention on various aspects of this regulatory program in permits. HRWA represented sister conservation organizations at a negotiation meeting with representatives of the mining industry, road builders and others with TDEC to clarify that the bills as redrafted do not conform to federal and state regulations to avoid and then minimize damage to natural resources. Mitigation is a last resort and the bills would have enabled it to be the first option. Ultimately the bills did not move through the legislature, partly from scrutiny of the concept that is the foundation of the TN Stream Mitigation Program.

- Bolze attended national In-Stream Flow Conference meeting held in Nashville in 2011.

- Sponsor for amendments to Safe Dam Act decided not to push at the end of the 2011 legislative year because of fiscal notes.

II. River Restoration and Wildlife Protection: $94,438

A chart of the projects conducted during the fiscal year under the River Restoration program is attached at the end of the report. The Waterway Flood Recovery Project was a significant component of the overall River Restoration program for this fiscal year.

<u>Waterway Flood Recovery Project</u>

- HRWA continued to work in the Harpeth River as well as throughout Davidson County to identify and remove any remaining flood debris from May 2010. During this annual

- HRWA was instrumental in the organization of the Nashville Waterway Recovery Project, a partnership with Hands On Nashville, Cumberland River Compact, Richland Creek Watershed Alliance, Whites Creek Watershed Alliance, Metro Public Works, The Mayor's Office of Sustainability, and others that was organized to provide flood debris cleanups throughout Metro Nashville. HRWA had already conducted vast efforts on the Harpeth River in Williamson, Davidson and Cheatham Counties and provided an imperative role in the collaborative efforts of the Nashville Waterway Recovery Project. The collaborative group has identified a need for waterway recovery and has found funding in the Community Block Grant funds for flood recovery to Nashville.

- Metro launched a United Flood Preparedness Planning process with Barge Wagonner as the contractor. HRWA is a stakeholder members and attended about 3 meetings on this efforts and the public meetings. HRWA has continued to be the lead voice for not ignoring the need for small waterway restoration from the flood and to consider efforts other than highly expensive engineering projects such as levees.

Fish Habitat and River Restoration

- Fish Habitat and Restoration Initiative: HRWA partnered with the Tennessee Environmental Council (TEC) to create an initiative around middle TN with support from the Dan and Margaret Maddox Charitable Fund. The project's goal is to restore fish habitat via stream restoration with a variety of approaches that enable volunteer involvement and target a percentage of public and low income areas. Project types include reforestation along stream banks, bank stabilization techniques, and rain garden installations with the target being to reduce sediment pollution in streams. The grant support is from December to November 2012. Of 12 -15 projects to be completed by both partners, 7 were completed in this fiscal year by HRWA. Projects include tree plantings in rural and low income areas, and bank stabilization projects in flood affected areas.

- Stream restoration in Brentwood city parks, Little Harpeth
  Each year HRWA has a $4995 contract with Brentwood city parks each fiscal year to conduct streambank restoration around the parks system. For Brentwood's 2011-12 fiscal year, HRWA continued bank stabilization projects along the greenway trail in Brentwood's River Park, Crocket Park, and Tower Park. Projects were completed using volunteers from the Boy Scouts of America and the Girl Scouts of America and donating a total of 219 volunteer hours. HRWA provided environmental education of the Harpeth River habitat on behalf of Brentwood.

- Ensworth High School
  HRWA staff completed three Service Learning Work Day events with Ensworth students as part of the implementation of their stormwater management plan under a contract agreement that establishes 3 project days in December 2011, February 2012, and April 2012. These included providing environment education, conducting a streambank stabilization project, transplanting river cane to the stream bank, removing exotic invasive plants, planting trees, and providing coverage on the events. This project was included in Ensworth school publications.

- Using Social Media for Restoration Projects
  HRWA's facebook page has a photo album for each restoration project conducted in the annual reporting year. Eblasts and newsletters have been sent to the entire HRWA mailing lists which aid to recruit volunteers, provide recognition to volunteers and partnerships, and to thank corporate sponsors and donors. Please view the HRWA facebook page for a full list of event photos. https://www.facebook.com/HarpethRiverWatershed

- HRWA worked with the U.S. Corp of Engineers several times and helped them with data and setting up meetings and site visits for their reconnaissance stud on flood related and flooding issues in the Harpeth River.

- New state grant for stream restoration in the headwaters: HRWA submitted two proposal for stream restoration in subwatershed of the Harpeth River to the state department of agriculture's 319 Nonpoint source program in December 2010. One was awarded for $75,000 to pursue a second phase of work in the headwaters around the Eagleville and College Grove area of the watershed. HRWA was notified in the fall of 2011. The State provided a final signed contract in May 2012 so HRWA will start this work in the next fiscal year.

III. Outreach, Education & Recreation: $31,479

- River Steward Awards: HRWA revitalized these awards to recognize the many people involved in addressing flood recovery around the region. 13 people, businesses, elected officials, and others were recognized at the River Swing. Details on the awards are on our web site: http://www.harpethriver.org/program/lowhead_dam

- Harpeth river State Specialty License Plate—first one for rivers in the State: State senator Jack Johnson and state representative Charles Sargent sponsored the state legislation

enabling HRWA to launch a specialty license plate under the state's program. License plate designed during the summer and launched at the fall River Swing. As of the end of the fiscal year, 123 sold ($35 a piece). Funds are restricted and reported on the 990 in Part X (Balance Sheet) on line 19 for deferred income. Williamson AM article on Oct. 4 to launch plate along with River Swing on Oct. 6.

Recreation:

- HRWA had Memorial Weekend membership float for 20 people on the Harpeth river in the downstream section in Davidson County on the State Scenic River section. .

Community Outreach and Education:

- Public meeting organized in late January for the Harpeth River Restoration and Lowhead Dam Removal project. All agency partners had information booths along with HRWA. Over 50 public attendees. The meeting satisfied by the city's public hearing requirement for the project under the planning approval process, but was designed to provide detailed information on the project and wildlife found in the Harpeth River.

- HRWA had booth at Whole Foods Market of Franklin's grand opening weekend and other event in May 2011. Raised $2800 for HRWA. HRWA had booth at July Living Green Expo that is run by Williamson County.

- HRWA worked on the possibility of a temporary (6 month) office at the Narrows to increase our presence. Foggy Bottom offered a spot on their land for a rental office space. HRWA staff spent time and had meetings in Ashland City with the planning staff and chamber and economic development to work on the arrangements. Ultimately the spot offered was not in a position to get much road exposure or foot traffic and was in the floodplain which required more hurdles.

- "I AM SAVING THE RIVER:ARE YOU?" t-shirts for River Restoration and Flood Recovery project volunteers produced in January in time for spring events.

- Two bi-annual four-color newsletters were produced. One in the spring 2011 tied to our spring membership and prospect mailing and the annual 2012 spring newsletter in March 2012. HRWA shifted from a bi-annual newsletter to an annual print newsletter in the spring.

- Updated areas of the HRWA web site related to project areas: Franklin's Sewer plans and the "Toilet to Tap" proposal, wildlife found in the Harpeth from data provided from USFWS and TWRA on the lowhead dam project, and so forth.

- Bolze gave presentation to Franklin Garden Club. Two table hosts for River Swing cultivated.

- Two powerpoints on the variety of fish found in the Harpeth and mussels prepared by the USFWS and TWRA put on the HRWA web site.

- Bolze gave a presentation on the Harpeth River Restoration and Lowhead Dam Removal project in late March before the Ohio River Basin Alliance meeting held in Nashville. Leadership from Nashville District of the U.S. Army Corp of Engineers attending and part of the Alliance.

- Prepared a new display board related to our Tens Years of Success for use at educational and outreach events in time for Earth Day. Highly successful event at Nissan, but weather affected Earth Day events in Franklin and Nashville.

- HRWA, Mike Cain, participated on the American Water Resources Association TN Chapter 2012 Symposium planning committee.

Media Coverage

- This is not an exhaustive list. The Lowhead Dam removal project generated regular press coverage tied to city decision-making processes. Cover story, top of fold of the Tennessean on the project including terrific graphics of the project ran August 9, 2011. River Swing and Tasting Appreciation Party—extensive press coverage in social press: NFOCUS, Williamson AM, SOCIAL, Your Williamson, and so forth. Press on Channel 4 and 5 and in print in Tennessean, South Cheatham Advocate and elsewhere on the Harpeth River Clean-up Challenge in the Spring of 2011. Christmas Eve cover story on the "silver lining" from the flood covered HRWA's efforts and the two Volunteer Extraordinaire awardees. Several TV stories on the end of year 2011 Harpeth Protection Campaign. Stories in Williamson AM on HRWA's criticism of the "toilet to tap" proposal by the engineering firm for Franklin with regard to a preferred option for expanding sewer treatment options over the next 30 years.

IV. Fundraising, Membership and Events: $21,035

- Harpeth Protection Society party: The Cashias hosted the annual event (April 28) that enables HRWA to show its appreciation to those donors of the Harpeth Protection Society that support HRWA at $500 or above. Over $132,000 in support from our HPS donors was received during the fiscal year.

- Harpeth River Swing 2011: Over 500 people attended the October 1, 2011 which raised nearly $110,000. River Steward Awards were honored as described above and the over 700 volunteers involved in flood clean-up and river restoration projects in the last year were recognized. Extensive media coverage of the event in the social magazines and society pages of the Tennessean and others.

- Harpeth River Tasting and Appreication Party August 25: Whole Foods Market in Franklin hosted a tasting party for all River Swing corporate sponsors and table hosts in lead up to the River Swing. Press covered the event.

- Membership program both with semi-annual mailings and complimentary electronic contact in place. The program involves the annual end of year Harpeth Protection Campaign that targets the funding from HRWA's membership and donors. The goal of $65,000 was almost met ($3200 shy.) The campaign involves design of a self-mailer and electronic/social media campaign through eblasts and Facebook.

V. Finance, Governance, Organizational Planning: $15,369

This section is not meant to be comprehensive. It has some overall descriptions for completeness of the entire report.

- Board member recruitment was the focus of the board in this fiscal year with the board having an active membership size of 10 by the end of the fiscal year. The board set the preferred number to 12, but the board is intentional and thoughtful in its recruitment. At one point during the year there were 11, but one member (Nathan Ober) needed to step down when he was relocated out of the state. He is now an advisor to the board.

- Board adopted the change of the fiscal year from a calendar year April 1 to March 31. This will start with the year 2011 so there will be a truncated 900 filed for the first quarter of 2011.

- During the year, the organization dramatically increased its cash on hand to the value of nearly 6 months of operating costs. Cash reserves were rebuilt to $72,000 that was in place prior to the economic recession in that hit in Oct. 2008. This was the priority financial goal of the board this fiscal year. The cash reserves served their intended purpose to provide up to 3-4 months of operating to bridge gaps during economic downturns. At the end of the fiscal year, the net income was $37,700 more than budgeted for a net income over $52,000. The organization's efforts in 2009-2010 to adjust staff and reduce program efforts to remain viable through the economic recession paid off along with the effort this fiscal year to expand the membership and donor cultivation with more effective social marking. By the end of this fiscal year, HRWA was in a very strong fiscal condition and ready to implement staff additions.

- A organizational staffing plan was prepared in the fall of 2011 to bring on an Associate Director. This is part of an overall plan to create the position of President of the organization for the current Executive Director to transition to that will involve shifting most program operational management to the Associate Director position. Candidates

were interviewed in the winter and spring of 2011 and Dr. Alexander Ewing hired. She finished her Doctorate and Vanderbilt in the spring for a start date of April 2, 2012.

- Staffing shifted in January with the new River Funds for Nashville Flood Clean-up and departure of Julia Halford. Graham's position was upgraded to outreach membership manager and financial assistant and she took on parts of Julia's work on membership. Two part time clean-up project coordinators were hired for the spring.

- Annual Executive Director Evaluation completed through the summer as were annual reviews of all staff.

- Technology Upgrades: Efforts to address the server were stymied in 2012 so other systems were put in place to enable file sharing and backup. DROP box was established. The server will still be re-created and relocated to the HRWA office versus continuing remote location. The phone line that had to be directed to a location within Franklin was finally addressed and is now forwarded. The goal was to pull all systems to the main office and not be reliant on other location businesses. New phone system installed in the fall.

- Completed 2010 annual audit, tax and state solicitation filings and updated organization's profile on Giving Matters. Annual planning meeting in January and plan prepared for board.

HARPETH RIVER
WATERSHED ASSOCIATION

HRWA Restoration Projects: FY 2011-2012

Date	Project Name	Project Type	Volunteers or group	County	Partners	# of Volunteers	Volunteer Hrs	Tons of Debris Removed	# of Trees Planted
4/9/2011	Walkup Rd.	Cleanup	general call	Cheatham	Sideside Disposal Service	7	28	3	
4/16/2011	River Walk	Cleanup	general call	Davidson	Metro Public Works	20	60	2	
4/30/2011	Zapata Dr, Pegram	Cleanup	see partner	Cheatham	All American Disposal, Carl's Perfect Pig, Belmont Outdoor Pursuits	45	295	10.5	
6/17/2011	Muddy Branch	Cleanup	see partner	Cheatham	Wyman Center	48	144	2.5	

The Harpeth River Watershed Association is a 501(c)(3) tax exempt, non-profit organization. All donations are tax deductible.
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7/19/2011	River Plantation Sec VII	Cleanup	see partner	Davidson	Presbyterian Disaster Relief	6	36	0.5	
7/20/2011	Walkup Rd.	Cleanup	see partner	Cheatham	Wyman Center	48	120	1.5	
2/4/2012	Novis Cole, Kingston Springs	Tree Planting	Boy Scout Troop 571 Dickson	Cheatham		29	116		1000
2/11/2012	Zapata Rd, Pegram	Tree Planting	Troop 594 and neighbors	Cheatham		9	27		500
2/18/2012	Hedgepath, White Bluff	Tree Planting	general call	Cheatham		20	80		700
2/25/2012	Myhr, Kingston Springs	Tree Planting	general call	Cheatham		40	120		900
3/3/2012	Burns Park, Kingston Springs	Tree Planting	Cross Point Church	Cheatham		50	150		1300
3/3/2012	Bethany Ct., Bellevue	Remove Debris Dam	Scout Troop 52	Davidson		8	16		0
3/3/2012	RCWA / Urbandale	Revegetation	Richland Creek Watershed Association	Davidson		9	27		13
3/9/2012	Novis Cole II	Tree Planting	University School	Davidson		88	264		700
3/11/2012	Jackson I	Tree Planting	WE Synag. & others			18	72		1000

3/15/2012	RCWA / West Park	Cleanup	Cummins	Davidson		12	36	3	
3/17/2012	Jackson II	Tree Planting	general call			47	188		1200
3/23/2012	WCWA / Hartman Park	Cleanup	Whites Creek Watershed Alliance	Davidson		46	283	3	
3/24/2012	Gentry	Tree Planting	general call			8	32		750
3/31/2012	Overstreet	Tree Planting	general call, GSA troop 1020, Vandy Sierra club			20	92		1100

# of Volunteers	Volunteer Hrs	Tons of Debris Removed	# of Trees Planted
578	2186	26	9163