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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 09-01-2011 and ending 08-31-2012

B Check if applicable

☐ Address change

☐ Name change

☐ Initial return

☐ Terminated

☐ Amended return

☐ Application pending

C Name of organization

ACT INC

Doing Business As

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

PO BOX 168

Room/suite

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

IOWA CITY, IA 522430168

F Name and address of principal officer

DR JON WHITMORE

PO BOX 168

IOWA CITY,IA 522430168

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

☐ Yes ☒ No

H(b) Are all affiliates included?

☐ Yes ☐ No

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

H(c) Group exemption number

I Tax-exempt status

☒ 501(c)(3) ☐ 501(c) () ☐ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website:

WWW.ACT.ORG

K Form of organization

☒ Corporation ☐ Trust ☐ Association ☐ Other

L Year of formation

1960

M State of legal domicile

IA

Part I	Summary																																																				
Activities & Governance	1 Briefly describe the organization's mission or most significant activities HELPING PEOPLE ACHIEVE EDUCATION AND WORKPLACE SUCCESS																																																				
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets																																																				
Revenue	<table><tr><td>3</td><td>15</td></tr><tr><td>4</td><td>12</td></tr><tr><td>5</td><td>1,924</td></tr><tr><td>6</td><td>244</td></tr><tr><td>7a</td><td>8,295,262</td></tr><tr><td>7b</td><td>1,069,356</td></tr></table>	3	15	4	12	5	1,924	6	244	7a	8,295,262	7b	1,069,356																																								
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Net Assets or Fund Balances	<table><tr><td></td><td>Beginning of Current Year</td><td>End of Year</td></tr><tr><td>20</td><td>Total assets (Part X, line 16)</td><td>454,190,773</td><td>501,993,190</td></tr><tr><td>21</td><td>Total liabilities (Part X, line 26)</td><td>86,673,170</td><td>101,283,424</td></tr><tr><td>22</td><td>Net assets or fund balances Subtract line 21 from line 20</td><td>367,517,603</td><td>400,709,766</td></tr></table>		Beginning of Current Year	End of Year	20	Total assets (Part X, line 16)	454,190,773	501,993,190	21	Total liabilities (Part X, line 26)	86,673,170	101,283,424	22	Net assets or fund balances Subtract line 21 from line 20	367,517,603	400,709,766																																					
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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

2013-06-12

Date

THOMAS J GOEDKEN CFO/TREASURER

Type or print name and title

Paid Preparer's Use Only

Preparer's signature

KAY HEGARTY

Date

Check if self-employed

☐

Preparer's taxpayer identification number (see instructions)

P00091057

Firm's name (or yours if self-employed), address, and ZIP + 4

MCGLADREY LLP

221 THIRD AVENUE SE STE 300

CEDAR RAPIDS, IA 524011512

EIN

42-0714325

Phone no

(319) 298-5333

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

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11282Y

Form 990 (2011)

Part IIIStatement 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

ACT, INC (ACT) WAS ESTABLISHED AS A CORPORATION NOT FOR PECUNIARY PROFIT UNDER THE LAWS OF THE STATE OF IOWA ON AUGUST 23, 1960 THE PURPOSE AND MISSION OF ACT IS TO ADVANCE EDUCATION BY PROVIDING PROGRAMS, SERVICES, AND CONDUCTING RESEARCH THAT ASSISTS A) INDIVIDUALS PLANNING AND PURSUING EDUCATION AND TRAINING, B) EDUCATORS DELIVERING INSTRUCTION AND TRAINING, AND C) POLICY MAKERS CONCERNED WITH ENSURING THAT INDIVIDUALS ARE READY FOR EDUCATION AND WORKPLACE SUCCESS

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 \$ 240,574,608 including grants of \$ 13,114,208) (Revenue \$ 242,365,293)
	EDUCATION ASSESSMENT PROGRAM - ACT'S EDUCATION ASSESSMENT PROGRAM IS DESIGNED AND DEVELOPED TO INFORM INDIVIDUALS (AND THOSE HELPING THEM) ABOUT THE KNOWLEDGE AND SKILLS NEEDED FOR SUCCESS IN EDUCATION AND EVENTUALLY CAREER INFORMATION RESULTING FROM THE ADMINISTRATION OF THE ASSESSMENTS ENABLE INDIVIDUALS TO PREPARE THEMSELVES FOR A NEXT LEVEL OF EDUCATION AND/OR TRAINING THE ASSESSMENTS PROVIDE EDUCATORS AND TRAINERS WITH INFORMATION USEFUL IN GUIDING THEIR TEACHING AND INSTRUCTION COLLECTIVELY, DATA RESULTING FROM THE ADMINISTRATION OF THE ASSESSMENTS FACILITATES RESEARCH ON EFFECTIVE EDUCATIONAL PRACTICES OF VALUE TO NATIONAL, STATE AND LOCAL EDUCATORS AND POLICY MAKERS
4b	(Code) (Expenses \$ 29,461,282 including grants of \$ 12,648,500) (Revenue \$ 37,863,070)
	WORKFORCE DEVELOPMENT ASSESSMENT PROGRAM - ACT'S WORKFORCE DEVELOPMENT ASSESSMENT PROGRAM IS COMPLEMENTARY OF ITS EDUCATION ASSESSMENT PROGRAM IN THAT IT FOCUSES ON HELPING INDIVIDUALS TO ACQUIRE THE SKILLS THAT THEY NEED FOR SUCCESS IN THE WORKPLACE THE PROGRAM IS A COMPONENT PART OF THE OVERALL EDUCATION PROCESS AND HELPS INDIVIDUALS TO UNDERSTAND THE SKILLS THEY WILL NEED TO BE READY FOR WORKPLACE RELATED EDUCATION AND TRAINING PROGRAMS THE ASSESSMENTS ARE USED WIDELY BY EDUCATORS AND TRAINERS TO PRESCRIBE AND PROVIDE INSTRUCTIONAL INTERVENTIONS FOR THOSE INDIVIDUALS COLLECTIVELY, DATA RESULTING FROM THE ADMINISTRATION OF THE ASSESSMENTS ENABLES RESEARCH ON NATIONAL, STATE, AND REGIONAL SKILL GAPS IN THE LABOR POOL AND FACILITATES DECISIONS AND STRATEGIES FOR ADDRESSING THEM
4c	(Code) (Expenses \$ including grants of \$) (Revenue \$)
4d	Other program services (Describe in Schedule O)
	(Expenses \$ including grants of \$) (Revenue \$)
4e	Total program service expenses \$ 270,035,890

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.	Yes	
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	Yes	
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.		No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II.	Yes	
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.		No
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.		No
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.		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III.		No
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.		No
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.		No
11	If the organization's answer to any of the following questions is 'Yes,' then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.	Yes	
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.		No
c	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.	Yes	
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.		No
e	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.	Yes	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X.	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII.		No
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.	Yes	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E.		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?		No
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, Part I.	Yes	
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 U.S.? If "Yes," complete Schedule F, Part II and IV.		No
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 U.S.? If "Yes," complete Schedule F, Part III and IV.		No
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.		No
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.		No
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.		No
20a	Did the organization operate one or more hospitals? If "Yes," complete Schedule H.		No
b	If "Yes" to line 20a, did the organization attach its audited financial statement to this return? Note. All Form 990 filers that operated one or more hospitals must attach audited financial statements.		
20b			

Part IV

Checklist of Required Schedules (continued)

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? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22		No
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer questions 24b–24d and complete Schedule K. If "No," go to line 25</i>	24a		No
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? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties? (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
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 owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c	Yes	
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>	34	Yes	
35a	Is any related organization a controlled entity of the filing organization within the meaning of section 512(b)(13)?	35a	Yes	
b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	Yes	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
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	Yes	

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	12,043			
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	Yes			
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	1,924			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			2b	Yes			
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?			3a	Yes			
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O			3b	Yes			
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 or securities account)?			4a	Yes			
b	If "Yes," enter the name of the foreign country <u>AS, CH, HK, KS, ID, SP, NL</u> 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			No	
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b			No	
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			No	
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			No	
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			No	
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			No	
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . .			7f			No	
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? Note. All 501(c)(29) organizations must list in Schedule O each state in which they are licensed to issue qualified health plans, the amount of reserves required by each state, and the amount of reserves the organization allocated to each state			13a				
b	Enter the aggregate 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 aggregate amount of reserves on hand			13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a			No	
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 lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.
Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
1a	15		
b	Enter the number of voting members included in line 1a, above, who are independent	1b	12
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	Yes
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	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	Yes
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	No
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	No
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
a	The governing body?	8a	Yes
b	Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

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	No
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	Yes
b	Describe in Schedule O the process, if any, used by the organization to review the Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
b	Were officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
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	Yes
b	Other officers or key employees of the organization	15b	No
	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	Yes
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	Yes

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed	CA , GA , IL , IN , LA , MA , MI , MN , NH , NY , OH , OR
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. ☐ Own website ☐ Another's website ☒ Upon request	
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public. See Additional Data Table.	
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization.	THOMAS J GOEDKEN 500 ACT DRIVE IOWA CITY,IA 522430168 (319) 337-1000

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(1) JON S WHITMORE CEO/DIRECTOR	57.00	X		X				640,311	0	60,855
(2) BELLE S WHEELAN SECRETARY	3.00	X		X				49,000	0	0
(3) MARK D MUSICK CHAIRMAN OF THE BOARD	4.00	X		X				45,750	0	16,500
(4) JOSEPH A AGUERREBERE DIRECTOR	3.00	X						13,500	0	0
(5) DIXIE L AXLEY DIRECTOR	4.00	X						52,500	0	0
(6) ROBERT M BERDAHL DIRECTOR	2.00	X						11,500	0	0
(7) JAMES E BOSTIC JR DIRECTOR	4.00	X						52,750	0	0
(8) SARITA E BROWN DIRECTOR	3.00	X						48,000	0	0
(9) CARL A COHN DIRECTOR	4.00	X						51,625	0	0
(10) D ROBERT GRAHAM DIRECTOR	2.00	X						37,500	0	0
(11) KAREN A HOLBROOK DIRECTOR	2.00	X						34,500	0	0
(12) CHARLES B REED DIRECTOR	4.00	X						48,000	0	0
(13) RICHARD W RILEY DIRECTOR	3.00	X						32,500	0	16,500
(14) THOMAS G ROTHERHAM DIRECTOR	3.00	X						15,500	0	0
(15) VIVIEN STEWART TEITELBAUM DIRECTOR	3.00	X						23,000	0	0
(16) THOMAS J GOEDKEN CFO/TREASURER	61.00			X				334,822	0	52,698
(17) JON ERICKSON PRESIDENT & COO EDUCATION DIVISION	56.00				X			297,358	0	92,288

Part VII

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

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
(18) MARTIN L SCAGLIONE PRESIDENT & COO WORKFORCE DIVISION	48 00				X			333,018	0	45,552
(19) CHARLES SMITH VICE PRESIDENT	38 00					X		218,696	0	30,354
(20) SHEILA BOYINGTON ASSISTANT VICE PRESIDENT	45 00					X		250,750	0	15,254
(21) DANE BOYINGTON VICE PRESIDENT	44 00					X		247,739	0	30,308
(22) ROSE RENNEKAMP VICE PRESIDENT	45 00					X		221,031	0	26,905
(23) RANJIT SIDHU SR VICE PRESIDENT	41 00					X		290,125	0	43,741
(24) J THEODORE SANDERS FORMER DIRECTOR	2 00						X	43,875	0	0
(25) ROBERTS T JONES FORMER DIRECTOR	2 00						X	34,500	0	0
(26) ARTHUR C PETERS FORMER VICE PRESIDENT	0 00						X	185,160	0	0
(27) JANET GODWIN FORMER VICE PRESIDENT	54 00						X	215,704	0	47,434
(28) CYNTHIA SCHMEISER FORMER PRESIDENT & COO EDUCATION DIV	40 00						X	143,931	0	1,008
(29) THOMAS SATERFIEL FORMER VICE PRESIDENT	0 00						X	264,788	0	2,168
1b Sub-Total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)								4,237,433	0	481,565

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▶101

		Yes	No
3	Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	3 Yes	
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? <i>If "Yes," complete Schedule J for such individual</i>	4 Yes	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	5 Yes	

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
NCS PEARSON INC 2510 N DODGE ST IOWA CITY, IA 52245	COMPUTER PROCESSING	25,566,036
ORACLE INC 500 ORACLE PARKWAY REDWOOD SHORES, CA 94065	CONTRACTOR FEES	7,796,703
VON HOFFMAN CORP AN RR DONNELLY COMPANY PO BOX 7060 ST LOUIS, MO 63195	PUBLISHING SERVICES	3,596,195
UNITED PARCEL SERVICE LOCKBOX 77 CAROL STREAM, IL 60132	FREIGHT AND SHIPPING	2,742,568
FEDERAL EXPRESS CORP 942 S SHADY GROVE RD MEMPHIS, TN 38120	FREIGHT AND SHIPPING	2,418,295
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ▶110		

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					
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	749,195				
	g	Noncash contributions included in lines 1a-1f \$ _____						
	h	Total. Add lines 1a-1f			749,195			
Program Service Revenue			Business Code					
	2a	EDUCATIONAL ASSESSMENT	611710	242,365,293	242,365,293			
	b	WORKFORCE DEVELOPMENT	541900	37,863,070	29,567,808	8,295,262		
	c							
	d							
	e							
	f	All other program service revenue						
	g	Total. Add lines 2a-2f			280,228,363			
Other Revenue	3	Investment income (including dividends, interest and other similar amounts)		11,520,866			11,520,866	
	4	Income from investment of tax-exempt bond proceeds . . .						
	5	Royalties						
	6a	(i) Real		(ii) Personal				
	b	Less rental expenses						
	c	Rental income or (loss)						
	d	Net rental income or (loss)						
	7a	(i) Securities		(ii) Other				
		86,294,572		558,128				
		76,072,975		693,184				
		10,221,597		-135,056				
	d	Net gain or (loss)		10,086,541			10,086,541	
	8a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18						
	a							
	b	Less direct expenses						
	c	Net income or (loss) from fundraising events . . .						
	9a	Gross income from gaming activities See Part IV, line 19						
	a							
	b	Less direct expenses						
c	Net income or (loss) from gaming activities . . .							
10a	Gross sales of inventory, less returns and allowances							
a								
b	Less cost of goods sold							
c	Net income or (loss) from sales of inventory . . .							
Miscellaneous Revenue		Business Code						
11a								
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d							
12	Total revenue. See Instructions			302,584,965	271,933,101	8,295,262	21,607,407	

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	25,762,708	25,762,708		
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	3,485,306	1,932,762	1,552,544	
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	82,637,490	75,556,420	7,081,070	
8	Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	9,470,519	8,579,350	891,169	
9	Other employee benefits	12,105,966	7,955,419	4,150,547	
10	Payroll taxes	6,320,430	5,725,682	594,748	
11	Fees for services (non-employees)				
a	Management				
b	Legal	1,375,035		1,375,035	
c	Accounting	379,584	11,521	368,063	
d	Lobbying	102,701	102,701		
e	Professional fundraising See Part IV, line 17				
f	Investment management fees	1,138,105		1,138,105	
g	Other	47,440,370	45,198,651	2,241,719	
12	Advertising and promotion	617,328	497,925	119,403	
13	Office expenses	27,820,577	25,110,448	2,710,129	
14	Information technology	11,130,364	10,114,049	1,016,315	
15	Royalties				
16	Occupancy	6,453,030	5,681,591	771,439	
17	Travel	7,557,620	6,302,267	1,255,353	
18	Payments of travel or entertainment expenses for any federal, state, or local public officials				
19	Conferences, conventions, and meetings	3,129,236	1,844,129	1,285,107	
20	Interest	810,249	810,249		
21	Payments to affiliates				
22	Depreciation, depletion, and amortization	11,605,218	10,512,023	1,093,195	
23	Insurance	771,185	1,384	769,801	
24	Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O)				
a	FEDERAL TAXES (UBIT)	352,549	352,549	0	
b	STATE TAXES (UBIT)	4,195	4,195	0	
c	TEST ADMINISTRATION	37,599,624	37,599,624	0	
d	MEMBERSHIP FEES	480,369	335,034	145,335	
e					
f	All other expenses	74,783	45,209	29,574	
25	Total functional expenses. Add lines 1 through 24f	298,624,541	270,035,890	28,588,651	0
26	Joint costs. Check here ☐ if following SOP 98-2 (ASC 958-720) Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X

Balance Sheet

					(A)		(B)
					Beginning of year		End of year
Assets	1	Cash—non-interest-bearing				1	
	2	Savings and temporary cash investments			66,964,039	2	57,729,678
	3	Pledges and grants receivable, net				3	
	4	Accounts receivable, net			21,067,266	4	20,421,891
	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)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L				6	
	7	Notes and loans receivable, net			1,444,792	7	1,197,031
	8	Inventories for sale or use			2,821,025	8	3,074,229
	9	Prepaid expenses and deferred charges			6,232,080	9	7,847,053
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a	156,444,980			
	b	Less accumulated depreciation	10b	84,705,683	64,274,578	10c	71,739,297
	11	Investments—publicly traded securities			254,242,152	11	275,250,034
	12	Investments—other securities See Part IV, line 11			3,341,680	12	985,117
	13	Investments—program-related See Part IV, line 11			15,702,631	13	40,865,708
	14	Intangible assets			8,953,628	14	8,542,192
	15	Other assets See Part IV, line 11			9,146,902	15	14,340,960
	16	Total assets. Add lines 1 through 15 (must equal line 34)			454,190,773	16	501,993,190
Liabilities	17	Accounts payable and accrued expenses			19,607,149	17	38,003,687
	18	Grants payable				18	
	19	Deferred revenue			25,986,735	19	25,598,458
	20	Tax-exempt bond liabilities			32,865,000	20	31,815,000
	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			34,018	23	19,463
	24	Unsecured notes and loans payable to unrelated third parties			2,949,150	24	0
	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			5,231,118	25	5,846,816
26	Total liabilities. Add lines 17 through 25			86,673,170	26	101,283,424	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ☒ and complete lines 27 through 29, and lines 33 and 34.						
	27	Unrestricted net assets			367,517,603	27	400,709,766
	28	Temporarily restricted net assets				28	
	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			367,517,603	33	400,709,766
34	Total liabilities and net assets/fund balances			454,190,773	34	501,993,190	

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	302,584,965
2	Total expenses (must equal Part IX, column (A), line 25)	2	298,624,541
3	Revenue less expenses Subtract line 2 from line 1	3	3,960,424
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	367,517,603
5	Other changes in net assets or fund balances (explain in Schedule O)	5	29,231,739
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	400,709,766

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 ☒ 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?		No
b	Were the organization's financial statements audited by an independent accountant?	Yes	
c	If "Yes," to 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separated 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?	Yes	
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	Yes	

SCHEDULE A

(Form 990 or 990EZ)

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 ACT INC	Employer identification number 42-0841485
-------------------------------------	--

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 **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 to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h

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 it 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?

(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 the supported organization?

(ii)

a family member of a person described in (i) above?

(iii)

a 35% controlled entity of a person described in (i) or (ii) above?

h

☐

Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(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 col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support?
			Yes	No	Yes	No	Yes	No	
Total									

Part II

Support Schedule for Organizations Described in IRC 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 (Explain in Part IV) Do not include gain or loss from the sale of capital assets						
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 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 for 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 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 the 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 IIISupport Schedule for Organizations Described in IRC 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 year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")		640,000	1,660,477	1,933,784	749,195	4,983,456
2Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	215,000,757	230,131,241	260,965,498	263,697,801	271,933,101	1,241,728,398
3Gross receipts from activities that are not an unrelated trade or business under section 513						
4Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5The value of services or facilities furnished by a governmental unit to the organization without charge						
6Total. Add lines 1 through 5	215,000,757	230,771,241	262,625,975	265,631,585	272,682,296	1,246,711,854
7aAmounts included on lines 1, 2, and 3 received from disqualified persons		744,764	1,856,626	1,961,524	873,375	5,436,289
bAmounts 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	28,301,121	29,868,001	30,934,592	33,474,799	28,298,434	150,876,947
cAdd lines 7a and 7b	28,301,121	30,612,765	32,791,218	35,436,323	29,171,809	156,313,236
8Public Support (Subtract line 7c from line 6.)						1,090,398,618

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9Amounts from line 6	215,000,757	230,771,241	262,625,975	265,631,585	272,682,296	1,246,711,854
10aGross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	7,876,843	7,036,999	6,419,666	6,888,811	11,520,866	39,743,185
bUnrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
cAdd lines 10a and 10b	7,876,843	7,036,999	6,419,666	6,888,811	11,520,866	39,743,185
11Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on	193,568	215,650	132,124	424,173	1,069,356	2,034,871
12Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13Total support (Add lines 9, 10c, 11 and 12.)	223,071,168	238,023,890	269,177,765	272,944,569	285,272,518	1,288,489,910
14First Five Years If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here	☐					

Section C. Computation of Public Support Percentage

15Public Support Percentage for 2011 (line 8 column (f) divided by line 13 column (f))	15	84.630%
16Public support percentage from 2010 Schedule A, Part III, line 15	16	83.500%

Section D. Computation of Investment Income Percentage

17Investment income percentage for 2011 (line 10c column (f) divided by line 13 column (f))	17	3.080%
18Investment income percentage from 2010 Schedule A, Part III, line 17	18	2.990%
19a33 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	☐	
b33 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	☐	
20Private 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.** Supplemental Information. Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Also complete this part for any additional information. (See instructions).

Facts And Circumstances Test

Explanation

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

▶ Complete if the organization is described below.

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

OMB No 1545-0047

2011

Open to Public Inspection

If the organization answered “Yes,” to Form 990, Part IV, Line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

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

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

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

If the organization answered “Yes,” to Form 990, Part IV, Line 5 (Proxy Tax) or Form 990-EZ, line 35c (Proxy Tax), then

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

Name of the organization ACT INC	Employer identification number 42-0841485
-------------------------------------	--

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

1	Provide a description of the organization's direct and indirect political campaign activities on behalf of or in opposition to candidates for public office in Part IV	
2	Political expenditures	▶ \$
3	Volunteer hours	

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

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

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

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

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-

Part II-A

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

- A
- Check
- ☐
- if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)
- B
- Check
- ☐
- if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing Organization's Totals	(b) Affiliated Group Totals												
1a	Total lobbying expenditures to influence public opinion (grass roots lobbying)														
b	Total lobbying expenditures to influence a legislative body (direct lobbying)														
c	Total lobbying expenditures (add lines 1a and 1b)														
d	Other exempt purpose expenditures														
e	Total exempt purpose expenditures (add lines 1c and 1d)														
f	Lobbying nontaxable amount. Enter the amount from the following table in both columns.														
<table><tr><td>If the amount on line 1e, column (a) or (b) is:</td><td>The lobbying nontaxable amount is:</td></tr><tr><td>Not over \$500,000</td><td>20% of the amount on line 1e</td></tr><tr><td>Over \$500,000 but not over \$1,000,000</td><td>\$100,000 plus 15% of the excess over \$500,000</td></tr><tr><td>Over \$1,000,000 but not over \$1,500,000</td><td>\$175,000 plus 10% of the excess over \$1,000,000</td></tr><tr><td>Over \$1,500,000 but not over \$17,000,000</td><td>\$225,000 plus 5% of the excess over \$1,500,000</td></tr><tr><td>Over \$17,000,000</td><td>\$1,000,000</td></tr></table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
g	Grassroots nontaxable amount (enter 25% of line 1f)														
h	Subtract line 1g from line 1a. If zero or less, enter -0-														
i	Subtract line 1f from line 1c. If zero or less, enter -0-														
j	If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		☐ Yes ☐ No												

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

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) Total
2a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots non-taxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

Part II-B

Complete if the organization is exempt under section 501(c)(3) and has NOT filed Form 5768 (election under section 501(h)).

		(a)		(b)
		Yes	No	Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a	Volunteers?		No	
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	Yes		
c	Media advertisements?		No	
d	Mailings to members, legislators, or the public?		No	
e	Publications, or published or broadcast statements?		No	
f	Grants to other organizations for lobbying purposes?		No	
g	Direct contact with legislators, their staffs, government officials, or a legislative body?	Yes		102,701
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		No	
i	Other activities? If "Yes," describe in Part IV		No	
j	Total lines 1c through 1i			102,701
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No	
b	If "Yes," enter the amount of any tax incurred under section 4912			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6).

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

Part III-B

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

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

Part IV

Supplemental Information

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

Identifier	Return Reference	Explanation
EXPLANATION OF LOBBYING ACTIVITIES	PART II-B, LINE 1	ACT HAS CERTAIN EMPLOYEES LOCATED IN WASHINGTON, D C THAT ARE REGISTERED LOBBYISTS IN ADDITION, ACT CONTRACTED WITH LOBBYING FIRMS DURING THE YEAR TO ASSIST IN MONITORING FEDERAL AND STATE LEGISLATIVE ACTIVITY AND HELPING TO STRENGTHEN ACT'S RELATIONSHIPS WITHIN EACH STATE CONCERNING ACT INITIATIVES AND PROGRAMS

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

► Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 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
ACT INC

Employer identification number
42-0841485

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

	(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	
2	Aggregate contributions to (during year)	
3	Aggregate grants from (during year)	
4	Aggregate value at end of year	
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit ☐ Yes ☐ No	

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

1

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

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

2

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

	Held at the End of the Year
a	Total number of conservation easements
b	Total acreage restricted by conservation easements
c	Number of conservation easements on a certified historic structure included in (a)
d	Number of conservation easements included in (c) acquired after 8/17/06

3

Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable 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 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, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items

b

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

(i) Revenues included in Form 990, Part VIII, line 1

► \$ _____

(ii) Assets included in Form 990, Part X

► \$ _____

2

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

a

Revenues included in Form 990, Part VIII, line 1

► \$ _____

b

Assets included in Form 990, Part X

► \$ _____

For Privacy Act and Paperwork Reduction Act Notice, see the Intructions for Form 990

Cat No 52283D

Schedule D (Form 990) 2011

Part III

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

3

Using the organization's 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

d

☐ Loan or exchange programs

b

☐ Scholarly research

e

☐ Other

c

☐ Preservation for future generations

4

Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV

5

During the year, did the organization solicit or receive donations of art, historical treasures or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes

☐ No

Part IV

Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a

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

☐ Yes

☐ No

b

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

	Amount
1c	
1d	
1e	
1f	

1c

Beginning balance

1d

Additions during the year

1e

Distributions during the year

1f

Ending balance

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	Investment earnings or losses				
d	Grants or scholarships				
e	Other expenditures for facilities and programs				
f	Administrative expenses				
g	End of year balance				

2

Provide the estimated percentage of the year end balance held as

a

Board designated or quasi-endowment ▶

b

Permanent endowment ▶

c

Term endowment ▶

3a

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

(i)

unrelated organizations

(ii)

related organizations

b

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

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

4

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

Part VI

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

Description of property	(a) Cost or other basis (investment)	(b)Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		4,857,955		4,857,955
b Buildings		69,280,573	22,644,546	46,636,027
c Leasehold improvements		5,308,645	4,777,286	531,359
d Equipment		74,034,847	57,283,851	16,750,996
e Other		2,962,960		2,962,960
Total. Add lines 1a-1e (Column (d) should equal Form 990, Part X, column (B), line 10(c).) ▶				71,739,297

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements						
1	Total revenue (Form 990, Part VIII, column (A), line 12)			1	302,584,965	
2	Total expenses (Form 990, Part IX, column (A), line 25)			2	298,624,541	
3	Excess or (deficit) for the year Subtract line 2 from line 1			3	3,960,424	
4	Net unrealized gains (losses) on investments			4	7,286,767	
5	Donated services and use of facilities			5		
6	Investment expenses			6		
7	Prior period adjustments			7		
8	Other (Describe in Part XIV)			8	21,944,972	
9	Total adjustments (net) Add lines 4 - 8			9	29,231,739	
10	Excess or (deficit) for the year per financial statements Combine lines 3 and 9			10	33,192,163	
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	312,604,859
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12					
a	Net unrealized gains on investments	2a	7,286,767			
b	Donated services and use of facilities	2b				
c	Recoveries of prior year grants	2c				
d	Other (Describe in Part XIV)	2d	2,598,071			
e	Add lines 2a through 2d				2e	9,884,838
3	Subtract line 2e from line 1				3	302,720,021
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	-135,056			
c	Add lines 4a and 4b				4c	-135,056
5	Total Revenue Add lines 3 and 4c. (This should equal Form 990, Part I, line 12)				5	302,584,965

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return				
1	Total expenses and losses per audited financial statements	1	279,412,696	
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	-19,211,845	
e	Add lines 2a through 2d	2e	-19,211,845	
3	Subtract line 2e from line 1	3	298,624,541	
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	0	
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)	5	298,624,541	

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, 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.

Identifier	Return Reference	Explanation
DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48	PART X	FIN 48 FOOTNOTE FROM AUDITED FINANCIAL REPORT ACT AND ACT FOUNDATION ARE RECOGNIZED AS EXEMPT FROM FEDERAL INCOME TAXES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. THESE ORGANIZATIONS MAY BE SUBJECT TO FEDERAL AND STATE INCOME TAXES ON ANY NET INCOME FROM UNRELATED BUSINESS ACTIVITIES. THESE ORGANIZATIONS FILE FORMS 990 (RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX) ANNUALLY AND UNRELATED BUSINESS INCOME (UBI) IS REPORTED ON FORM 990-T, AS APPROPRIATE. ACT BRIDGE, INC. IS A TAXABLE CORPORATION UNDER THE INTERNAL REVENUE CODE REGULATIONS. ACT HAS CERTAIN REVENUE FROM PROGRAMS AND SERVICES THAT, BY VIRTUE OF A 1980 AGREEMENT WITH THE INTERNAL REVENUE SERVICE, IS DEEMED TO BE UNRELATED TO ITS TAX-EXEMPT PURPOSE AND, THEREFORE, MAY BE SUBJECT TO FEDERAL AND STATE INCOME TAX. MANAGEMENT HAS EVALUATED THEIR MATERIAL TAX POSITIONS, WHICH INCLUDE SUCH MATTERS AS THE TAX EXEMPT STATUS AND VARIOUS POSITIONS RELATIVE TO POTENTIAL SOURCES OF UBI. AS OF AUGUST 31, 2012 AND 2011, THERE WERE NO UNCERTAIN TAX BENEFITS IDENTIFIED AND RECORDED AS A LIABILITY AND ANY AMOUNTS OWED RELATED TO UBI ARE IMMATERIAL TO THE FINANCIAL STATEMENTS AS A WHOLE. FORMS 990 AND 990-T FILED BY ACT ARE SUBJECT TO EXAMINATION BY THE INTERNAL REVENUE SERVICE (IRS) UP TO THREE YEARS FROM THE EXTENDED DUE DATE OF EACH RETURN. FORMS 990 AND 990-T FILED BY ACT ARE NO LONGER SUBJECT TO EXAMINATION FOR THE FISCAL YEARS ENDED AUGUST 31, 2008 AND PRIOR
PART XI, LINE 8 - OTHER ADJUSTMENTS		NET APPRECIATION IN FAIR VALUE OF INTEREST RATE SWAPS 47,545 (DECREASE) IN NET ASSETS - FOREIGN SUBSIDIARIES -334,572 (DECREASE) IN NET ASSETS - ACT BRIDGE -2,356,563 INCREASE IN NET ASSETS - ACT FOUNDATION 25,000,000 EQUITY IN NET LOSS OF NONMARKETABLE EQUITY SECURITIES -411,438 TOTAL TO SCHEDULE D, PART XI, LINE 8 21,944,972
PART XII, LINE 2D - OTHER ADJUSTMENTS		NET APPRECIATION IN FAIR VALUE OF INTEREST RATE SWAPS 47,545 INTERCOMPANY REVENUE - AES -201,685 INTERCOMPANY REVENUE - ACT BRIDGE -1,995 INTERCOMPANY REVENUE - ACT FOUNDATION - 25,000,000 ACT INTERNATIONAL REVENUE - SEPARATE ENTITIES 3,133,161 ACT FOUNDATION REVENUE - SEPARATE ENTITY 25,000,000 ACT BRIDGE REVENUE - SEPARATE ENTITY 32,483 EQUITY IN NET LOSS OF NONMARKETABLE EQUITY SECURITIES -411,438
PART XII, LINE 4B - OTHER ADJUSTMENTS		(LOSS) ON SALE OF EQUIPMENT -135,056
PART XIII, LINE 2D - OTHER ADJUSTMENTS		INTERCOMPANY REVENUE - AES -201,685 INTERCOMPANY REVENUE - ACT BRIDGE -1,995 INTERCOMPANY REVENUE - ACT FOUNDATION - 25,000,000 ACT INTERNATIONAL EXPENSES - SEPARATE ENTITIES 3,467,733 ACT BRIDGE EXPENSES - SEPARATE ENTITY 2,389,046 LOSS ON SALE OF EQUIPMENT 135,056

SCHEDULE F
(Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

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

OMB No 1545-0047

2011

Open to Public
Inspection

Name of the organization
ACT INC

Employer identification number
42-0841485

Part I

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

1

For grantmakers. Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

Yes

No

2

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

3

Activites per Region (Use Part V if additional space is needed)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region or independent contractors	(d) Activities conducted in region (by type) (e g , fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for region/investments in region
CENTRAL AMERICA AND THE CARIBBEAN	0	0	PROGRAM SERVICES	TESTING SERVICES	82,326
EAST ASIA AND THE PACIFIC	0	0	PROGRAM SERVICES	TESTING SERVICES	115,771
EUROPE (INCLUDING ICELAND & GREENLAND)	0	0	PROGRAM SERVICES	TESTING SERVICES	53,091
MIDDLE EAST AND NORTH AFRICA	0	0	PROGRAM SERVICES	TESTING SERVICES	6,081
NORTH AMERICA	0	0	PROGRAM SERVICES	TESTING SERVICES	610,898
RUSSIA & THE NEWLY INDEPENDENT STATES	0	0	PROGRAM SERVICES	TESTING SERVICES	37,655
SOUTH AMERICA	0	0	PROGRAM SERVICES	TESTING SERVICES	12,162
SOUTH ASIA	0	0	PROGRAM SERVICES	TESTING SERVICES	7,250
SUB-SAHARAN AFRICA	0	0	PROGRAM SERVICES	TESTING SERVICES	5,613
ANTARCTICA	0	0	PROGRAM SERVICES	TESTING SERVICES	468
3a Sub-total	0	0			925,234
b Total from continuation sheets to Part I	0	0			6,081
c Totals (add lines 3a and 3b)	0	0			931,315

[illegible]

3 Enter total number of other organizations or entities ►

Part III

[illegible]

Part IV Foreign Forms

- 1

Was the organization a U S transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926 (see instructions for Form 926)*

☐

Yes

☒

No
- 2

Did the organization have an interest in a foreign trust during the tax year? *If " Yes," the organization may be required to file Form 3520 and/or Form 3520-A. (see instructions for Forms 3520 and 3520-A)*

☐

Yes

☒

No
- 3

Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with respect to Certain Foreign Corporations. (see instructions for Form 5471)*

☒

Yes

☐

No
- 4

Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see instructions for Form 8621)*

☐

Yes

☒

No
- 5

Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with respect to Certain Foreign Partnerships. (see instructions for Form 8865)*

☐

Yes

☒

No
- 6

Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713).*

☒

Yes

☐

No

Part V

Supplemental Information
Complete this part to provide the information (see instructions) required in Part I, line 2, and any additional information.

Identifier	Return Reference	Explanation
METHOD USED TO ACCCOUNT FOR EXPENDITURES		SCHEDULE F, PART I, LINE 3 THE FOREIGN EXPENDITURES FOR PROGRAM SERVICES REPORTED IN COLUMN (F) RELATE TO THE ADMINISTRATION OF ACT ASSESSMENTS INTERNATIONALLY ACT MAY HAVE OTHER FOREIGN EXPENDITURES IN THE REGIONS LISTED THAT SUPPORT THE PROGRAMS OF ACT'S FOREIGN SUBSIDIARIES THESE AMOUNTS ARE NOT SEPARATELY TRACKED AND ARE NOT REFLECTED IN THE AMOUNTS REPORTED

Schedule I
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization
ACT INC

Grants and Other Assistance to Organizations,
Governments and Individuals in the United States

Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990

OMB No 1545-0047

2011

Open to Public
Inspection

Employer identification number
42-0841485

Part I

General Information on Grants and Assistance

- 1

Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ Yes ☐ No
- 2

Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II

Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. Use Part IV and Schedule I-1 (Form 990) if additional space is needed ▶ ☐

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
See Additional Data Table							

2

Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶

19

3

Enter total number of other organizations listed in the line 1 table ▶

2

Part III

Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Use Schedule I-1 (Form 990) if additional space is needed.

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

Part IV

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

Identifier	Return Reference	Explanation
PROCEDURE FOR MONITORING GRANTS IN THE U S	PART I, LINE 2	SCHEDULE I, PART I, LINE 2 ACT REVIEWS THE QUALIFICATIONS OF THOSE REQUESTING CONTRIBUTIONS TO ENSURE THAT THEY ARE NONPROFIT ORGANIZATIONS ACT HAS CREATED AN EMPLOYEE COMMITTEE TO REVIEW ALL SUCH REQUESTS ALL GRANTS AND CONTRIBUTIONS ARE REVIEWED AND APPROVED BY THE CEO PRIOR TO COMMITMENT

Software ID:
Software Version:
EIN: 42-0841485
Name: ACT INC

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COMMUNITY FOUNDATION OF JOHNSON COUNTY 325 E WASHINGTON ST IOWA CITY, IA 52240	42-1508117	501(C)(3)	5,000		N/A	N/A	ICCSD SCHOOL BASED HEALTH CLINIC, HEALTHY KIDS COMMUNITY CARE
FULTON COUNTY POLICE 642029 PERNOSHAL CT 300 ATLANTA, GA 30338	58-1697809	501(C)(3)	6,000		N/A	N/A	FULTON COUNTY FOP COPS AND KIDS SHOPPING PROGRAM

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNIVERSITY OF IOWA1150 5TH ST STE 290 CORALVILLE, IA 522412933	42-6004813	501(C)(3)	7,500		N/A	N/A	IOWA WOMENS LEADERSHIP CONFERENCE GOLD SPONSORSHIP
IOWA CITY CHAMBER OF COMMERCE325 E WASHINGTON STE 100 IOWA CITY, IA 52240	42-0330530	501(C)(6)	9,050		N/A	N/A	TRC 2012 EDUCATION PROGRAM SPONSOR

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE EDUCATION TRUST1250 H ST STE 700 WASHINGTON, DC 20005	52-1982223	501(C)(3)	10,000		N/A	N/A	2011 DTM CONFERENCE
COUNCIL OF CHIEF STATE SCHOOL OFFICERSONE MASSACHUSETTS AVE NW STE 700 WASHINGTON, DC 20001	53-0198090	501(C)(3)	10,000		N/A	N/A	2011-12 RURAL CHIEFS FORUM SERIES

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COMMUNITY FOUNDATION OF JOHNSON COUNTY325 E WASHINGTON ST IOWA CITY,IA 52240	42-1508117	501(C)(3)	10,000		N/A	N/A	AWARD FOR PROJECT 1105
NORTHERN ILLINOIS FOOD BANK273 DEARBORN CT GENEVA,IL 601343587	36-3203648	501(C)(3)	10,000		N/A	N/A	NORTHERN ILLINOIS FOOD BANK ACQUISITION/DISTRIBUTION

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
KIRKWOOD COMMUNITY COLLEGE6301 KIRKWOOD BLVD SW PO BOX 2068 CEDAR RAPIDS,IA 52406	23-7076632	501(C)(3)	15,000		N/A	N/A	WORKPLACE LEARNING CONNECTION CONTRIBUTION
NATIONAL GOVERNORS ASSOCIATION OFFICE OF CORPORATE RELATIONS 444 N CAPITOL ST SUITE 267 WASHINGTON,DC 20001	23-7391796	501(C)(3)	20,000		N/A	N/A	2013 CORPORATE FELLOWS CONTRIBUTION

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
IOWA CITY AREA DEVELOPMENT GROUP INC325 E WASHINGTON ST STE 101 IOWA CITY, IA 522403959	42-1234837	501(C)(6)	25,000		N/A	N/A	FY2012 PLEDGE PAYMENT
ENGLERT CIVIC THEATRE221 E WASHINGTON ST IOWA CITY, IA 52240	42-1508154	501(C)(3)	25,000		N/A	N/A	2012 DONATION

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COMMUNITY FOUNDATION OF JOHNSON COUNTY 325 E WASHINGTON ST IOWA CITY, IA 52240	42-1508117	501(C)(3)	25,000		N/A	N/A	FINAL YEAR-UNITED WAY HEALTHY KIDS SCHOOL BASED HEALTH CLINICS ENDOWMENT FUND
COMMITTEE ON INSTITUTIONAL COOPERATION 1819 S NEIL ST STE D CHAMPAIGN, IL 618207271	37-6000511	501(C)(3)	25,000		N/A	N/A	4-29-12 SPONSORSHIP 5TH GLOBAL UNIVERSITY SUMMIT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
IOWA CITY COMMUNITY SCHOOL DISTRICT FOUNDATION1725 N DODGE ST IOWA CITY, IA 52245	42-1177023	501(C)(3)	25,000		N/A	N/A	ICCS D COMPLEMENTARY LEARNING PROGRAM
NATIONAL CRC ADVOCATES7063 COUNTRY SPRINGS BYRON CENTER, MI 49315	45-2041430	501(C)(3)	70,000		N/A	N/A	GENERAL SUPPORT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ASSOCIATION OF LATINO ADMINISTRATORS AND SUPERINTENDENTS65 W BOSTON POST RD STE 200 MARLBOROUGH, MA 01752	27-2674757	501(C)(3)	30,000		N/A	N/A	2011-12 SUPERINTENDENTS LEADERSHIP ACADEMY SPONSORSHIP
EXCELENCIA IN EDUCATION1717 N ST NW 2ND FL WASHINGTON, DC 20036	20-0927912	501(C)(3)	30,000		N/A	N/A	DIAMOND LEVEL SPONSOR 2012 EXAMPLES OF EXCELENCIA

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
COUNCIL OF CHIEF STATE SCHOOL OFFICERS ONE MASSACHUSETTS AVE NW STE 700 WASHINGTON, DC 20001	53-0198090	501(C)(3)	42,000		N/A	N/A	2012 CORPORATE PARTNER SPONSORSHIP
DIVERSITY FOCUS 222 2ND ST SE CEDAR RAPIDS, IA 52401 1407	20-3420207	501(C)(3)	50,000		N/A	N/A	2012 SPONSOR PAYMENT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
STATE OF KENTUCKY1050 US HWY 127 S STE 100 FRANKFORT, KY 40601	61-0600439	170(B)(1)(A)	55,000		N/A	N/A	NCRC 2012 SCHOLARSHIPS KENTUCKY
WESTERN INTERSTATE COMMISSION FOR HIGHER EDUCATION3035 CENTER GREEN DR STE 200 BOULDER, CO 803012204	84-6008945	501(C)(3)	75,000		N/A	N/A	KNOCKING AT THE COLLEGE DOOR THIRD AND FINAL PAYMENT

Form 990, Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNITED WAY OF JOHNSON COUNTY 1150 5TH ST STE 290 CORALVILLE, IA 522412933	42-6062055	501(C)(3)	78,093		N/A	N/A	2011 DONATION
ACT FOUNDATION 500 ACT DRIVE IOWA CITY, IA 52243	27-2574917	501(C)(3)	25,000,000		N/A	N/A	GENERAL SUPPORT

Schedule J
(Form 990)

Compensation Information

OMB No 1545-0047

2011

Open to Public Inspection

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

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

▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization ACT INC	Employer identification number 42-0841485
-------------------------------------	--

Part I

Questions Regarding Compensation

		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items		
	☐ First-class or charter travel		
	☒ Travel for companions		
	☐ Tax idemnification and gross-up payments		
	☐ Discretionary spending account		
	☒ Housing allowance or residence for personal use		
	☐ Payments for business use of personal residence		
	☐ Health or social club dues or initiation fees		
	☐ Personal services (e g , maid, chauffeur, chef)		
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all the expenses described above? If "No," complete Part III to explain	1b	Yes
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2	Yes
3	Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply		
	☒ Compensation committee		
	☒ Independent compensation consultant		
	☒ Form 990 of other organizations		
	☐ Written employment contract		
	☒ Compensation survey or study		
	☒ Approval by the board or compensation committee		
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization		
a	Receive a severance payment or change-of-control payment?	4a	Yes
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	Yes
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c	No
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III		
	Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.		
5	For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of		
a	The organization?	5a	No
b	Any related organization?	5b	No
	If "Yes," to line 5a or 5b, describe in Part III		
6	For persons listed in form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of		
a	The organization?	6a	No
b	Any related organization?	6b	No
	If "Yes," to line 6a or 6b, describe in Part III		
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7	No
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III	8	No
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	9	

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

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

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

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) JON S WHITMORE	(i)	521,989	100,000	18,322	45,190	15,665	701,166	0
	(ii)	0	0	0	0	0	0	0
(2) CARL A COHN	(i)	51,625	0	0	0	0	51,625	0
	(ii)	0	0	0	0	0	0	0
(3) THOMAS J GOEDKEN	(i)	307,111	10,000	17,711	38,140	14,558	387,520	0
	(ii)	0	0	0	0	0	0	0
(4) JON ERICKSON	(i)	270,569	10,000	16,789	80,338	11,950	389,646	0
	(ii)	0	0	0	0	0	0	0
(5) MARTIN L SCAGLIONE	(i)	287,743	10,000	35,275	29,932	15,620	378,570	0
	(ii)	0	0	0	0	0	0	0
(6) CHARLES SMITH	(i)	202,405	10,000	6,291	18,421	11,933	249,050	0
	(ii)	0	0	0	0	0	0	0
(7) SHEILA BOYINGTON	(i)	250,000	0	750	14,700	554	266,004	0
	(ii)	0	0	0	0	0	0	0
(8) DANE BOYINGTON	(i)	246,989	0	750	14,700	15,608	278,047	0
	(ii)	0	0	0	0	0	0	0
(9) ROSE RENNEKAMP	(i)	120,683	0	100,348	15,917	10,988	247,936	0
	(ii)	0	0	0	0	0	0	0
(10) RANJIT SIDHU	(i)	246,568	10,000	33,557	22,382	21,359	333,866	0
	(ii)	0	0	0	0	0	0	0
(11) J THEODORE SANDERS	(i)	43,875	0	0	0	0	43,875	0
	(ii)	0	0	0	0	0	0	0
(12) ROBERTS T JONES	(i)	34,500	0	0	0	0	34,500	0
	(ii)	0	0	0	0	0	0	0
(13) ARTHUR C PETERS	(i)	0	0	185,160	0	0	185,160	0
	(ii)	0	0	0	0	0	0	0
(14) JANET GODWIN	(i)	205,241	10,000	463	25,723	21,711	263,138	0
	(ii)	0	0	0	0	0	0	0
(15) CYNTHIA SCHMEISER	(i)	135,283	0	8,648	0	1,008	144,939	0
	(ii)	0	0	0	0	0	0	0
(16) THOMAS SATERFIEL	(i)	4,394	0	260,394	1,406	762	266,956	3,806
	(ii)	0	0	0	0	0	0	0

Part III **Supplemental Information**

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

Identifier	Return Reference	Explanation
	PART I, LINE 1A	ONE OFFICER RECEIVED AN AMOUNT FOR TRAVEL FOR COMPANIONS. THIS AMOUNT IS TAXABLE TO THE EMPLOYEE AND IS REFLECTED IN REPORTABLE COMPENSATION ON SCHEDULE J, PART II, COLUMN (B)(III). ONE HIGHEST COMPENSATED EMPLOYEE RECEIVED AN AMOUNT FOR HOUSING. THIS AMOUNT IS TAXABLE TO THE EMPLOYEE AND IS REFLECTED IN REPORTABLE COMPENSATION ON SCHEDULE J, PART II, COLUMN (B)(III).
	PART I, LINE 3	THE EXECUTIVE COMMITTEE SERVES AS THE COMPENSATION COMMITTEE IN REGARDS TO ESTABLISHING THE COMPENSATION OF THE ORGANIZATION'S CEO.
	PART I, LINES 4A-B	ACT MAINTAINS A NON-QUALIFIED DEFERRED COMPENSATION PLAN UNDER SECTION 457(F) OF THE INTERNAL REVENUE CODE FOR CERTAIN LISTED PERSONS. THE PLAN PROVIDES FOR ACT TO MAKE DISCRETIONARY CONTRIBUTIONS FOR ELIGIBLE EMPLOYEES. CERTAIN LISTED PERSONS PARTICIPATE IN BUT DID NOT RECEIVE DISTRIBUTIONS FROM THIS PLAN DURING THE YEAR. ACT MAINTAINS A LEGACY EARLY RETIREMENT PLAN THAT HAS BEEN CLOSED TO NEW ENTRANTS. TO BE ELIGIBLE, THE EMPLOYEE MUST HAVE COMPLETED 20 YEARS OF CONTINUOUS SERVICE AND RETIRE BETWEEN THE AGES OF 60 AND 65. THE PLAN PROVIDES FOR THE PAYMENT OF CERTAIN RETIREMENT BENEFITS BASED ON SALARY OF THE EMPLOYEE AT DATE OF RETIREMENT. PART II, COLUMN (C), DEFERRED COMPENSATION INCLUDES THE INCREASE IN ACTUARIAL VALUE THAT HAS OCCURRED TO AN INDIVIDUAL'S VESTED BALANCE DURING THE YEAR. DEPENDING ON THE INDIVIDUAL'S AGE AT DATE OF RETIREMENT, THE ACTUAL EARLY RETIREMENT BENEFIT DISTRIBUTED AT THE TIME OF RETIREMENT MAY BE LESS THAN THE AMOUNT THAT IS CURRENTLY BEING INCLUDED IN DEFERRED COMPENSATION. PART II, COLUMN (B)(III), OTHER REPORTABLE COMPENSATION FOR THOMAS SATERFIEL, FORMER VICE PRESIDENT, INCLUDES A DISTRIBUTION FROM THE EARLY RETIREMENT PLAN IN THE AMOUNT OF \$114,250. OF THIS AMOUNT, \$3,806 WAS REPORTED AS DEFERRED COMPENSATION IN A PRIOR YEAR FORM 990. ONE OTHER LISTED PERSON PARTICIPATES IN BUT DID NOT RECEIVE A DISTRIBUTION FROM THIS PLAN DURING THE YEAR. ACT MAINTAINS SEVERANCE AGREEMENTS WITH CERTAIN LISTED PERSONS. SEVERANCE AGREEMENTS GENERALLY PROVIDE FOR EITHER A LUMP SUM PAYMENT OR A SERIES OF PAYMENTS OVER TIME UPON THE TERMINATION OF THE LISTED PERSON. THE SPECIFIC TERMS AND CONDITIONS OF EACH SEVERANCE AGREEMENT ARE DETERMINED ON AN INDIVIDUAL BASIS. DURING CALENDAR YEAR 2011, SEVERANCE OF \$185,160 WAS PAID TO ARTHUR C. PETERS, FORMER VICE PRESIDENT, SEVERANCE OF \$82,904 WAS PAID TO ROSE RENNEKAMP, VICE PRESIDENT, AND SEVERANCE OF \$114,250 WAS PAID TO THOMAS SATERFIEL, FORMER VICE PRESIDENT. OTHER LISTED PERSONS MAY BE ELIGIBLE FOR SIMILAR SEVERANCE ARRANGEMENTS.
SUPPLEMENTAL INFORMATION	PART III	FORM 990, PART VII, SECTION A, LINE 5 AND SCH J, PART II. CARL COHN'S BASE COMPENSATION OF \$51,625 WAS PAID BY URBAN SCHOOL IMAGINEERS, AN UNRELATED ORGANIZATION OF WHICH COHN IS A PRINCIPAL. THIS AMOUNT REPRESENTS COMPENSATION FOR SERVICES PROVIDED TO ACT.

Software ID:
Software Version:
EIN: 42-0841485
Name: ACT INC

Form 990, Schedule J, Part II - Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
JON S WHITMORE	(i) (ii)	521,989 0	100,000 0	18,322 0	45,190 0	15,665 0	701,166 0	0 0
CARL A COHN	(i) (ii)	51,625 0	0 0	0 0	0 0	0 0	51,625 0	0 0
THOMAS J GOEDKEN	(i) (ii)	307,111 0	10,000 0	17,711 0	38,140 0	14,558 0	387,520 0	0 0
JON ERICKSON	(i) (ii)	270,569 0	10,000 0	16,789 0	80,338 0	11,950 0	389,646 0	0 0
MARTIN L SCAGLIONE	(i) (ii)	287,743 0	10,000 0	35,275 0	29,932 0	15,620 0	378,570 0	0 0
CHARLES SMITH	(i) (ii)	202,405 0	10,000 0	6,291 0	18,421 0	11,933 0	249,050 0	0 0
SHEILA BOYINGTON	(i) (ii)	250,000 0	0 0	750 0	14,700 0	554 0	266,004 0	0 0
DANE BOYINGTON	(i) (ii)	246,989 0	0 0	750 0	14,700 0	15,608 0	278,047 0	0 0
ROSE RENNEKAMP	(i) (ii)	120,683 0	0 0	100,348 0	15,917 0	10,988 0	247,936 0	0 0
RANJIT SIDHU	(i) (ii)	246,568 0	10,000 0	33,557 0	22,382 0	21,359 0	333,866 0	0 0
J THEODORE SANDERS	(i) (ii)	43,875 0	0 0	0 0	0 0	0 0	43,875 0	0 0
ROBERTS T JONES	(i) (ii)	34,500 0	0 0	0 0	0 0	0 0	34,500 0	0 0
ARTHUR C PETERS	(i) (ii)	0 0	0 0	185,160 0	0 0	0 0	185,160 0	0 0
JANET GODWIN	(i) (ii)	205,241 0	10,000 0	463 0	25,723 0	21,711 0	263,138 0	0 0
CYNTHIA SCHMEISER	(i) (ii)	135,283 0	0 0	8,648 0	0 0	1,008 0	144,939 0	0 0
THOMAS SATERFIEL	(i) (ii)	4,394 0	0 0	260,394 0	1,406 0	762 0	266,956 0	3,806 0

Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons
▶ Complete if the organization answered
"Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c,
or Form 990-EZ, Part V lines 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047
2011
Open to Public Inspection

Name of the organization
ACT INC

Employer identification number
42-0841485

Part I Excess Benefit Transactions (section 501(c)(3) and section 501 (c)(4) organizations only).
Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected?	
			Yes	No

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 ▶ \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$

Part II Loans to and/or From Interested Persons.
Complete if the organization answered "Yes" on Form 990, Part IV, line 26, or Form 990-EZ, Part V, line 38a

(a) Name of interested person and purpose	(b) Loan to or from the organization?		(c) Original principal amount	(d) Balance due	(e) In default?		(f) Approved by board or committee?		(g) Written agreement?	
	To	From			Yes	No	Yes	No	Yes	No
Total ▶ \$										

Part III Grants or Assistance Benefitting Interested Persons.
Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of grant or type of assistance

Part IV

Business Transactions Involving Interested Persons.
Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) TEACHERS SUPPORT NETWORK	SEE SCH L, PART V	325,000	SEE PART V		No

Part V

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

Identifier	Return Reference	Explanation
PART IV	BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS	(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND THE ORGANIZATION THOMAS J GOEDKEN, CFO/TREASURER AND J THEODORE SANDERS, FORMER DIRECTOR ARE DIRECTORS OF TEACHERS SUPPORT NETWORK (D) DESCRIPTION OF TRANSACTION ACT HOLDS A NOTE RECEIVABLE RELATED TO ITS REDEMPTION OF SHARES OF STOCK IN TEACHERS SUPPORT NETWORK WHICH OCCURRED DURING THE YEAR ENDED AUGUST 31, 2011 THE ENTIRE SALES PRICE, INCLUDING THE PORTION FINANCED BY THE NOTE, WAS REPORTED ON ACT'S FORM 990, SCHEDULE L FOR THE YEAR ENDED AUGUST 31, 2011 ACT RECIEVED PRINCIPAL AND INTEREST PAYMENTS OF \$325,000 DURING THE CURRENT FISCAL YEAR

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 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
ACT INC**Employer identification number**

42-0841485

Identifier	Return Reference	Explanation
	FORM 990, PART I, LINE 6, NUMBER OF VOLUNTEERS	ACT HAS STATE ORGANIZATIONS THAT SERVE AS ADVISORY AND ADVOCACY GROUPS TO FACILITATE COMMUNICATIONS BETWEEN ACT AND THE EDUCATIONAL INSTITUTIONS AND AGENCIES THAT PARTICIPATE IN ACT PROGRAMS. THESE ORGANIZATIONS ARE NOT SEPARATE LEGAL ENTITIES, BUT DO HAVE ORGANIZING BYLAWS. THE STATE ORGANIZATIONS PROVIDE FEEDBACK TO ACT ON ITS PROGRAMS AS THEY RELATE TO THE INFORMATION NEEDS OF INDIVIDUALS, SCHOOLS, AND AGENCIES IN THE STATE. APPROXIMATELY 905 REPRESENTATIVES FROM EDUCATIONAL INSTITUTIONS ARE MEMBERS OF ACT'S ADVISORY GROUPS THAT RECEIVE INFORMATION FROM ACT. OUT OF THIS GROUP, THERE ARE APPROXIMATELY 244 INDIVIDUALS WHO ACTIVELY VOLUNTEER THEIR TIME TO SERVE IN AN ADVISORY CAPACITY BY ATTENDING MEETINGS WITH ACT REGIONAL AND NATIONAL OFFICE STAFF TO PROVIDE INPUT.

Identifier	Return Reference	Explanation
NEW PROGRAM SERVICES	FORM 990, PART III, LINE 2	DURING THE YEAR, ACT, INC FUNDED ACT FOUNDATION WITH AN INITIAL CONTRIBUTION OF \$25 MILLION ACT FOUNDATION IS A SEPARATE IRC SECTION 501(C)(3) TAX-EXEMPT ENTITY ACT FOUNDATION WAS FORMED TO SUPPORT THE ACTIVITIES OF ACT, INC

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 2	SOME OFFICERS AND DIRECTORS HAVE A BUSINESS RELATIONSHIP WITH OTHER OFFICERS AND DIRECTORS TO THE EXTENT THAT THEY ALSO SERVE TOGETHER ON THE BOARDS OF OTHER ENTITIES (1) JON WHITMORE AND THOMAS GOEDKEN ARE DIRECTORS OF ACT INTERNATIONAL B V (2) JON WHITMORE AND THOMAS GOEDKEN ARE DIRECTORS OF ACT EDUCATION SOLUTIONS LTD (HONG KONG) (3) JON WHITMORE AND THOMAS GOEDKEN ARE DIRECTORS OF ACT EDUCATION SOLUTIONS (AUSTRALIA) PTY LTD (4) JON WHITMORE AND THOMAS GOEDKEN ARE DIRECTORS OF ACT INFORMATION CONSULTING (SHANGHAI) CO LTD (5) JON WHITMORE AND THOMAS GOEDKEN ARE DIRECTORS OF ACT BUSINESS SOLUTIONS B V (6) JON WHITMORE AND JAMES BOSTIC, JR ARE DIRECTORS OF ACT BRIDGE, INC (7) THOMAS GOEDKEN AND J THEODORE SANDERS (FORMER) ARE DIRECTORS OF TEACHERS SUPPORT NETWORK (8) THOMAS GOEDKEN, JON ERICKSON, AND THOMAS ROTHERHAM ARE DIRECTORS OF NEXT GENERATION ASSESSMENT, LLC

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION A, LINE 4	SIGNIFICANT CHANGES TO ARTICLES OF INCORPORATION 1 ARTICLE V THE PROCESS FOR AMENDING THE ARTICLES OF INCORPORATION AND BY LAWS WAS REVISED TO REQUIRE APPROVAL OF A MAJORITY OF DIRECTORS IN OFFICE AT THE TIME THE AMENDMENT IS ADOPTED 2 ARTICLE VI THE LIMITATION OF LIABILITY FOR DIRECTORS WAS EXPANDED TO THE EXTENT PERMITTED BY THE REVISED IOWA NONPROFIT CORPORATION ACT 3 ARTICLE IX THE INDEMNIFICATION OF OFFICERS AND DIRECTORS WAS EXPANDED TO THE EXTENT PERMITTED BY THE REVISED IOWA NONPROFIT CORPORATION ACT SIGNIFICANT CHANGES TO BY LAWS 1 ARTICLE I THE PRIOR PROLOGUE SECTION WAS DELETED AND REPLACED WITH A PURPOSE CLAUSE THAT IS CONSISTENT WITH THE PURPOSE SET FORTH IN THE ARTICLES OF INCORPORATION 2 ARTICLE II SECTION 3 (TERM) THE NUMBER OF TERMS A DIRECTOR PREVIOUSLY COULD SERVE WAS LIMITED TO THREE TERMS OF THREE YEARS EACH THIS PROVISION WAS REVISED TO ALLOW FOR AN ADDITIONAL TERM OF UP TO A MAXIMUM OF TWO YEARS 3 ARTICLE II SECTION 4 (VACANCIES ON THE BOARD OF DIRECTORS) THE NUMBER OF DIRECTORS NECESSARY TO FILL VACANCIES ON THE BOARD WAS CHANGED FROM TWO THIRDS TO A MAJORITY OF THE DIRECTORS IN OFFICE AT THE TIME THE VACANCY IS FILLED 4 ARTICLE II SECTION 5 (REMOVAL) A SPECIFIC PROVISION WAS ADDED STATING THAT A DIRECTORS MAY BE REMOVED BY A TWO THIRD VOTE OF THE DIRECTORS THEN IN OFFICE 5 ARTICLE II SECTION 6 (EXECUTIVE COMMITTEE OF THE BOARD) THIS SECTION WAS REVISED TO STATE THAT IN ADDITION TO THE BOARD CHAIR, THE VICE CHAIR, AND THE BOARD SECRETARY, THE CHAIRS OF ALL STANDING COMMITTEES AND THE CHIEF EXECUTIVE OFFICER ARE ALSO MEMBERS OF THE EXECUTIVE COMMITTEE LANGUAGE WAS ALSO ADDED CLARIFYING THAT THE CHIEF EXECUTIVE OFFICER SHALL NOT PARTICIPATE IN ANY ACTIONS RELATING TO HIS OR HER EMPLOYMENT WITH THE CORPORATION 6 ARTICLE II SECTION 7(C) (DUTIES OF THE EXECUTIVE COMMITTEE) STATUTORY LIMITATIONS ON THE AUTHORITY OF THE EXECUTIVE COMMITTEE WERE ADDED TO THIS SECTION 7 ARTICLE II SECTION 11 (QUORUM AND VOTING OF THE STANDING COMMITTEES) THIS SECTION WAS ADDED TO CLARIFY WHAT CONSTITUTES A QUORUM FOR A COMMITTEE MEETING AND WHAT NUMBER OF VOTES IS NECESSARY TO CONSTITUTE COMMITTEE APPROVAL 8 ARTICLE II SECTION 12 (REMOVAL AND VACANCIES OF THE STANDING COMMITTEES' MEMBERS) THIS SECTION WAS ADDED TO CLARIFY THE PROCEDURES FOR REMOVING COMMITTEE MEMBERS AND FILLING VACANCIES ON COMMITTEES 9 ARTICLE II SECTION 14 (PRESENCE AND WAIVER) THIS SECTION WAS ADDED TO ALLOW FOR THE USE OF NEW TECHNOLOGIES TO CONDUCT MEETINGS AND FOR WAIVER OF REQUIRED NOTICES 10 ARTICLE II SECTION 15 (ACTION BY THE DIRECTORS WITHOUT A MEETING) THIS SECTION WAS REVISED TO REQUIRE CONSENT OF ALL DIRECTORS FOR ACTION TAKEN WITHOUT A MEETING AND TO ALLOW FOR USE OF NEW TECHNOLOGIES TO DELIVER SUCH CONSENT

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 11	PROCEDURES FOR REVIEW OF FORM 990 THE AUDIT COMMITTEE OF THE CORPORATION CONDUCTS A SUBSTANTIVE REVIEW OF THE FORM 990 PRIOR TO ITS FILING WITH THE ASSISTANCE OF THE OUTSIDE TAX PREPARER AND THE CORPORATION'S CHIEF FINANCIAL OFFICER, COUNSEL, AND STAFF THE FINAL VERSION OF THE FORM 990 IS PROVIDED TO ALL OF THE MEMBERS OF THE CORPORATION'S BOARD OF DIRECTORS BEFORE IT IS FILED WITH THE IRS

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 12C	ACT HAS CREATED AN ETHICS ADVISORY COMMITTEE. MEMBERS OF THE ETHICS ADVISORY COMMITTEE REVIEW CONFLICT OF INTEREST QUESTIONNAIRES SUBMITTED BY EMPLOYEES AND ARE RESPONSIBLE FOR SEEING THAT CONFLICTS OF INTEREST ARE INVESTIGATED AND APPROPRIATELY ADDRESSED. THEY ALSO WORK CLOSELY WITH ACT'S HUMAN RESOURCES DEPARTMENT TO DEVELOP EDUCATION AND TRAINING PROGRAMS FOR EMPLOYEES REGARDING THE CONFLICTS OF INTEREST POLICY AND ETHICS ISSUES. THE ETHICS ADVISORY COMMITTEE REPORTS DIRECTLY TO THE AUDIT COMMITTEE OF ACT'S BOARD OF DIRECTORS. CONFLICT OF INTEREST QUESTIONNAIRES SUBMITTED BY DIRECTORS OR OFFICERS ARE REVIEWED AND ADDRESSED BY THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS.

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION B, LINE 15A	COMPENSATION OF OFFICERS AND DIRECTORS IS DETERMINED BY THE BOARD BASED UPON A PROCESS THAT INCLUDES A COMPENSATION COMMITTEE OF THE BOARD AND AN INDEPENDENT COMPENSATION STUDY CONDUCTED BY A PROFESSIONAL FIRM THAT INCLUDES REVIEW OF COMPENSATION PUBLISHED BY SIMILAR ORGANIZATIONS CONTAINED IN FORM 990 WITH THE EXCEPTION OF BOARD OFFICERS WHO BY THEIR NATURE CANNOT BE CONSIDERED INDEPENDENT DUE TO SERVING ON THE EXECUTIVE COMMITTEE, WHICH SERVES AS THE COMPENSATION COMMITTEE, COMPENSATION FOR THE CEO, ALL OTHER OFFICERS, AND KEY EMPLOYEES IS REVIEWED AND APPROVED BY INDEPENDENT PERSONS. COMPENSATION OF KEY EMPLOYEES IS INFORMED BY THE SAME STUDY AND IS ESTABLISHED BY THE BOARD ANNUALLY. ALL OTHER EMPLOYEE COMPENSATION IS REVIEWED AT LEAST ANNUALLY, UNDER THE DIRECTION OF THE HUMAN RESOURCE DEPARTMENT AND INCLUDES APPLICABLE DATA GATHERED AND REVIEWED.

Identifier	Return Reference	Explanation
	FORM 990, PART VI, SECTION C, LINE 19	ACT DOES NOT MAKE ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY , AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC

Identifier	Return Reference	Explanation
	FORM 990, PART VII, SECTION A, BOARD MEMBER COMPENSATION	PER ACT POLICY, BOARD MEMBERS ARE EXPECTED TO PARTICIPATE IN FOUR THREE-DAY BOARD MEETINGS, COMMITTEE MEETINGS THAT OCCUR THROUGHOUT THE YEAR, AND AT OTHER TIMES TO DISCUSS IMPORTANT AND STRATEGIC MATTERS PERTAINING TO ACT. IN EXCHANGE FOR THEIR VALUABLE TIME AND SERVICE, ACT COMPENSATES THE BOARD WITH AN ANNUAL AMOUNT THAT IS PRORATED FOR MEETING ATTENDANCE AND PARTIAL YEARS OF SERVICE. THE CHAIRMAN OF THE BOARD AND COMMITTEE CHAIRS, AS WELL AS BOARD MEMBERS WHO ARE REQUESTED TO PROVIDE TIME OTHER THAN FOR MEETING ATTENDANCE, RECEIVE ADDITIONAL COMPENSATION AT A COMMENSURATE RATE. IN ADDITION TO SERVING AS A VOTING MEMBER OF THE BOARD OF DIRECTORS, JON WHITMORE ALSO SERVES AS CEO OF ACT. HIS COMPENSATION AS CEO IS DISCLOSED ON FORM 990, PART VII, SECTION A AND SCHEDULE J. HE RECEIVES NO ADDITIONAL COMPENSATION FOR SERVICE AS A MEMBER OF THE BOARD OF DIRECTORS.

Identifier	Return Reference	Explanation
	FORM 990, PART VII, SECTION A, LINE 1A, COLUMN (B), AVERAGE HOURS PER WEEK	HOURS LISTED FOR EACH INDIVIDUAL ARE REPORTED ON A CALENDAR YEAR BASIS

Identifier	Return Reference	Explanation
CHANGES IN NET ASSETS OR FUND BALANCES	FORM 990, PART XI, LINE 5	NET UNREALIZED GAINS ON INVESTMENTS 7,286,767 NET APPRECIATION IN FAIR VALUE OF INTEREST RATE SWAPS 47,545 (DECREASE) IN NET ASSETS - FOREIGN SUBSIDIARIES -334,572 (DECREASE) IN NET ASSETS - ACT BRIDGE -2,356,563 INCREASE IN NET ASSETS - ACT FOUNDATION 25,000,000 EQUITY IN NET LOSS OF NONMARKETABLE EQUITY SECURITIES -411,438 TOTAL TO FORM 990, PART XI, LINE 5 29,231,739

Identifier	Return Reference	Explanation
	FORM 990, PART XII, LINE 2C, RESPONSIBILITY FOR OVERSIGHT OF THE AUDIT	THE ORGANIZATION'S AUDIT COMMITTEE ASSUMES RESPONSIBILITY FOR OVERSIGHT OF THE AUDIT OF ITS FINANCIAL STATEMENTS AND SELECTION OF AN INDEPENDENT ACCOUNTANT

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

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

OMB No 1545-0047

2011

Open to Public Inspection

Name of the organization
ACT INC

Employer identification number
42-0841485

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

(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled organization	
						Yes	No
(1) ACT FOUNDATION 500 ACT DRIVE IOWA CITY, IA 52243 27-2574917	TO SUPPORT THE ACTIVITIES OF ACT, INC	IA	501(C)(3)	LINE 11A, I	ACT INC	Yes	

Part III

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512- 514)	(f) Share of total income	(g) Share of end-of- year assets	(h) Dispropportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) NEXT GENERATION ASSESSMENT LLC 327 2ND STREET SUITE 103 CORALVILLE, IA 52241 45-5560033	TESTING SERVICES	DE	ACT INC	RELATED				No		Yes		50 000 %

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) ACT EDUCATION SOLUTIONS LTD (HONG KONG) ROOM 2503 BANK OF AMERICA TOWER 1 HONG KONG HK	TESTING SERVICES	HK	ACT INTERNATIONAL BV	C	1,193,606	2,344,413	100 000 %
(2) ACT INTERNATIONAL BV NARITAWEG 165 1043 BW AMSTERDAM NL	HOLDING COMPANY	NL	ACT INC	C	-50,527	12,817,861	100 000 %
(3) ACT BUSINESS SOLUTIONS BV NARITAWEG 165 1043 BW AMSTERDAM NL	HOLDING COMPANY	NL	ACT INTERNATIONAL BV	C	-17,698	3,646,560	100 000 %
(4) ACT EDUCATION SOLUTIONS (AUSTRALIA) PTY LTD SUITE 1201 LEVEL 12 275 ALFRED ST NORTH SYDNEY, NSW 2060 AS	TESTING SERVICES	AS	ACT EDUCATION SOLUTIONS LTD (HONG KONG)	C	1,185,887	705,707	100 000 %
(5) ACT EDUCATION SOLUTIONS (KOREA) INC ROOM 2503 BANK OF AMERICA TOWER 1 HONG KONG HK	DORMANT	KS	ACT EDUCATION SOLUTIONS LTD (HONG KONG)	C		1,180	100 000 %
(6) ACT INFORMATION CONSULTING (SHANGHAI) CO LTD RM 1204 TIAN AN CTR 338 NANJING W SHANGHAI CH	TESTING SERVICES	CH	ACT EDUCATION SOLUTIONS LTD (HONG KONG)	C	1,835,023	2,289,345	100 000 %
(7) ACT BRIDGE INC 3475 LENOX ROAD NE SUITE 300 ATLANTA, GA 30326 45-1602599	TESTING SERVICES	DE	ACT INC	C	24,362	751,956	100 000 %

Part V

Transactions With Related Organizations (Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35, 35A, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III or IV

1

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

a

Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity

b

Gift, grant, or capital contribution to related organization(s)

c

Gift, grant, or capital contribution from related organization(s)

d

Loans or loan guarantees to or for related organization(s)

e

Loans or loan guarantees by related organization(s)

f

Sale of assets to related organization(s)

g

Purchase of assets from related organization(s)

h

Exchange of assets with related organization(s)

i

Lease of facilities, equipment, or other assets to related organization(s)

j

Lease of facilities, equipment, or other assets from related organization(s)

k

Performance of services or membership or fundraising solicitations for related organization(s)

l

Performance of services or membership or fundraising solicitations by related organization(s)

m

Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

n

Sharing of paid employees with related organization(s)

o

Reimbursement paid to related organization(s) for expenses

p

Reimbursement paid by related organization(s) for expenses

q

Other transfer of cash or property to related organization(s)

r

Other transfer of cash or property from related organization(s)

Yes

No

1a

No

1b

Yes

1c

No

1d

No

1e

No

1f

No

1g

No

1h

No

1i

No

1j

No

1k

Yes

1l

No

1m

No

1n

No

1o

No

1p

Yes

1q

No

1r

No

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

(a) Name of other organization	(b) Transaction type(a-r)	(c) Amount involved	(d) Method of determining amount involved
(1) ACT EDUCATION SOLUTIONS LTD (HONG KONG)	P	145,935	COST PLUS % MARK-UP
(2) ACT EDUCATION SOLUTIONS LTD (HONG KONG)	K	55,750	COMPARABLE SALES
(3) ACT FOUNDATION	B	25,000,000	CASH
(4)			
(5)			
(6)			

Schedule R (Form 990) 2011

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

[illegible]

Part VII

Supplemental Information

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

Identifier	Return Reference	Explanation	
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Software ID:
Software Version:
EIN: 42-0841485
Name: ACT INC

Form 990, Schedule R, Part IV - Identification of Related Organizations Taxable as a Corporation or Trust

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal Domicile (State or Foreign Country)	(d) Direct Controlling Entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income (\$)	(g) Share of end-of-year assets (\$)	(h) Percentage ownership
ACT EDUCATION SOLUTIONS LTD (HONG KONG) ROOM 2503 BANK OF AMERICA TOWER 1 HONG KONG HK	TESTING SERVICES	HK	ACT INTERNATIONAL BV	C	1,193,606	2,344,413	100 000 %
ACT INTERNATIONAL BV NARITAWEG 165 1043 BW AMSTERDAM NL	HOLDING COMPANY	NL	ACT INC	C	-50,527	12,817,861	100 000 %
ACT BUSINESS SOLUTIONS BV NARITAWEG 165 1043 BW AMSTERDAM NL	HOLDING COMPANY	NL	ACT INTERNATIONAL BV	C	-17,698	3,646,560	100 000 %
ACT EDUCATION SOLUTIONS (AUSTRALIA) PTY LTD SUITE 1201 LEVEL 12 275 ALFRED ST NORTH SYDNEY, NSW 2060 AS	TESTING SERVICES	AS	ACT EDUCATION SOLUTIONS LTD (HONG KONG)	C	1,185,887	705,707	100 000 %
ACT EDUCATION SOLUTIONS (KOREA) INC ROOM 2503 BANK OF AMERICA TOWER 1 HONG KONG HK	DORMANT	KS	ACT EDUCATION SOLUTIONS LTD (HONG KONG)	C		1,180	100 000 %
ACT INFORMATION CONSULTING (SHANGHAI) CO LTD RM 1204 TIAN AN CTR 338 NANJING W SHANGHAI CH	TESTING SERVICES	CH	ACT EDUCATION SOLUTIONS LTD (HONG KONG)	C	1,835,023	2,289,345	100 000 %
ACT BRIDGE INC 3475 LENOX ROAD NE SUITE 300 ATLANTA, GA 30326 45-1602599	TESTING SERVICES	DE	ACT INC	C	24,362	751,956	100 000 %

**TY 2011 Earnings and Profits Other
Adjustments Statement**

Name: ACT INC
EIN: 42-0841485

Description	Amount
TAX PAID	-30,710

**TY 2011 Earnings and Profits Other
Adjustments Statement**

Name: ACT INC
EIN: 42-0841485

Description	Amount
TAX PAID	-1,041,653

TY 2011 Investment in Subsidiaries Statement

Name: ACT INC
EIN: 42-0841485

Description	Beginning Amount	Ending Amount
INVESTMENT IN SUBSIDIARIES	12,209,100	12,276,640

TY 2011 Investment in Subsidiaries Statement

Name: ACT INC
EIN: 42-0841485

Description	Beginning Amount	Ending Amount
INVESTMENT IN SUBSIDIARIES	400,052	400,052

TY 2011 Investment in Subsidiaries Statement

Name: ACT INC
EIN: 42-0841485

Description	Beginning Amount	Ending Amount
INVESTMENT IN SUBSIDIARIES	3,562,772	3,589,630

TY 2011 Itemized Other Current Liabilities Schedule

Name: ACT INC

EIN: 42-0841485

Corporation Name	Corporation EIN	Description	Beginning Amount	Ending Amount
ACT EDUCATION SOLUTIONS (AUSTRALIA) PTY		OTHER CURRENT LIABILITIES	113,022	158,286

TY 2011 Itemized Other Current Liabilities Schedule**Name:** ACT INC**EIN:** 42-0841485

Corporation Name	Corporation EIN	Description	Beginning Amount	Ending Amount
ACT INFORMATION CONSULTING (SHANGHAI) CO		PROVISION FOR TAXES	3,021	1,428
		OTHER CURRENT LIABILITIES	28,154	2,880

TY 2011 Itemized Other Current Liabilities Schedule

Name: ACT INC

EIN: 42-0841485

Corporation Name	Corporation EIN	Description	Beginning Amount	Ending Amount
ACT EDUCATION SOLUTIONS LIMITED (HONG KO		OTHER CURRENT LIABILITIES	107	117,978

TY 2011 Itemized Other Assets Schedule

Name: ACT INC

EIN: 42-0841485

Corporation Name	Corporation EIN	Other Assets Description	Beginning Amount	Ending Amount
ACT INFORMATION CONSULTING (SHANGHAI) CO		OTHER NON-CURRENT ASSETS	5,278	0

**TY 2011 Itemized Other Current Assets
Schedule****Name:** ACT INC**EIN:** 42-0841485

Corporation Name	Corporation EIN	Other Current Assets Description	Beginning Amount	Ending Amount
ACT EDUCATION SOLUTIONS (AUSTRALIA) PTY		OTHER CURRENT ASSETS	16,579	14,086
		INCOME TAXES RECEIVABLE	2,448	1,706

**TY 2011 Itemized Other Current Assets
Schedule****Name:** ACT INC**EIN:** 42-0841485

Corporation Name	Corporation EIN	Other Current Assets Description	Beginning Amount	Ending Amount
ACT INFORMATION CONSULTING (SHANGHAI) CO		OTHER CURRENT ASSETS	23,007	48,121

**TY 2011 Itemized Other Current Assets
Schedule**

Name: ACT INC
EIN: 42-0841485

Corporation Name	Corporation EIN	Other Current Assets Description	Beginning Amount	Ending Amount
ACT EDUCATION SOLUTIONS LIMITED (HONG KO		OTHER CURRENT ASSETS	7,511	12,042

TY 2011 Other Deductions Schedule

Name: ACT INC

EIN: 42-0841485

Description	Foreign Amount (should only be used when attached to 5471 Schedule C Line 16)	Amount
OTHER SG&A	367,120	377,125

TY 2011 Other Deductions Schedule

Name: ACT INC

EIN: 42-0841485

Description	Foreign Amount (should only be used when attached to 5471 Schedule C Line 16)	Amount
OTHER SG&A	4,323,622	681,409

TY 2011 Other Deductions Schedule

Name: ACT INC

EIN: 42-0841485

Description	Foreign Amount (should only be used when attached to 5471 Schedule C Line 16)	Amount
OTHER SG&A		29,366

TY 2011 Other Deductions Schedule

Name: ACT INC

EIN: 42-0841485

Description	Foreign Amount (should only be used when attached to 5471 Schedule C Line 16)	Amount
OTHER SG&A		60,540

TY 2011 Other Deductions Schedule

Name: ACT INC

EIN: 42-0841485

Description	Foreign Amount (should only be used when attached to 5471 Schedule C Line 16)	Amount
OTHER SG&A		1,584,088

TY 2011 Other Income Statement**Name:** ACT INC**EIN:** 42-0841485

Description	Foreign Amount	Amount
FOREIGN CURRENCY EXCHANGE GAIN	2,664	2,737

TY 2011 Other Income Statement**Name:** ACT INC**EIN:** 42-0841485

Description	Foreign Amount	Amount
FOREIGN CURRENCY EXCHANGE LOSS		-50,527

TY 2011 Other Income Statement

Name: ACT INC

EIN: 42-0841485

Description	Foreign Amount	Amount
FOREIGN CURRENCY EXCHANGE LOSS		-23,457

TY 2011 Other Income Statement**Name:** ACT INC**EIN:** 42-0841485

Description	Foreign Amount	Amount
FOREIGN CURRENCY EXCHANGE LOSS	-1,812,477	-285,649

TY 2011 Other Income Statement

Name: ACT INC

EIN: 42-0841485

Description	Foreign Amount	Amount
FOREIGN CURRENCY EXCHANGE LOSS		-6,143

TY 2011 Owns Foreign Entities Statement

Name: ACT INC

EIN: 42-0841485

Name	Country	EIN
ACT BUS SOLUTIONS SUCURSAL EN ESPANA	SP	42-0841485

TY 2011 Organization Chart Statement**Name:** ACT INC**EIN:** 42-0841485

Entity Name	Placement Or Position	Percentage Of Ownership	Tax Classification	Country
ACT INC	PARENT		DOMESTIC ENTITY ELECTING TO BE CLASSIFIED AS A CORPORATION	
ACT INTERNATIONAL BV	SUBSIDIARY OF ACT, INC	100 000 %	FOREIGN ENTITY ELECTING TO BE CLASSIFIED AS A CORPORATION	NL
ACT BUSINESS SOLUTIONS BV	SUBSIDIARY OF ACT INTERNATIONAL B V	100 000 %	FOREIGN ENTITY ELECTING TO BE CLASSIFIED AS A CORPORATION	NL
ACT BUSINESS SOLUTIONS SUCURSA	SUBSIDIARY OF ACT BUSINESS SOLUTIONS	100 000 %	FOREIGN SINGLE OWNER ELECTING TO BE DISREGARDED AS SEPARATE ENTITY	SP

Additional Data

Software ID:
Software Version:
EIN: 42-0841485
Name: ACT INC

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W- 2/1099-MISC)	(E) Reportable compensation from related organizations (W- 2/1099- MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
JON S WHITMORE CEO/DIRECTOR	57 00	X		X				640,311	0	60,855
BELLE S WHEELAN SECRETARY	3 00	X		X				49,000	0	0
MARK D MUSICK CHAIRMAN OF THE BOARD	4 00	X		X				45,750	0	16,500
JOSEPH A AGUERREBERE DIRECTOR	3 00	X						13,500	0	0
DIXIE L AXLEY DIRECTOR	4 00	X						52,500	0	0
ROBERT M BERDAHL DIRECTOR	2 00	X						11,500	0	0
JAMES E BOSTIC JR DIRECTOR	4 00	X						52,750	0	0
SARITA E BROWN DIRECTOR	3 00	X						48,000	0	0
CARL A COHN DIRECTOR	4 00	X						51,625	0	0
D ROBERT GRAHAM DIRECTOR	2 00	X						37,500	0	0
KAREN A HOLBROOK DIRECTOR	2 00	X						34,500	0	0
CHARLES B REED DIRECTOR	4 00	X						48,000	0	0
RICHARD W RILEY DIRECTOR	3 00	X						32,500	0	16,500
THOMAS G ROTHERHAM DIRECTOR	3 00	X						15,500	0	0
VIVIEN STEWART TEITELBAUM DIRECTOR	3 00	X						23,000	0	0
THOMAS J GOEDKEN CFO/TREASURER	61 00			X				334,822	0	52,698
JON ERICKSON PRESIDENT & COO EDUCATION DIVISION	56 00				X			297,358	0	92,288
MARTIN L SCAGLIONE PRESIDENT & COO WORKFORCE DIVISION	48 00				X			333,018	0	45,552
CHARLES SMITH VICE PRESIDENT	38 00					X		218,696	0	30,354
SHEILA BOYINGTON ASSISTANT VICE PRESIDENT	45 00					X		250,750	0	15,254
DANE BOYINGTON VICE PRESIDENT	44 00					X		247,739	0	30,308
ROSE RENNEKAMP VICE PRESIDENT	45 00					X		221,031	0	26,905
RANJIT SIDHU SR VICE PRESIDENT	41 00					X		290,125	0	43,741
J THEODORE SANDERS FORMER DIRECTOR	2 00						X	43,875	0	0
ROBERTS T JONES FORMER DIRECTOR	2 00						X	34,500	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
ARTHUR C PETERS FORMER VICE PRESIDENT	0 00						X	185,160	0	0
JANET GODWIN FORMER VICE PRESIDENT	54 00						X	215,704	0	47,434
CYNTHIA SCHMEISER FORMER PRESIDENT & COO EDUCATION DIV	40 00						X	143,931	0	1,008
THOMAS SATERFIEL FORMER VICE PRESIDENT	0 00						X	264,788	0	2,168