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|                                                                                                                                                              |                                                                                                                                                                                                  |                                                                                       |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| Form <b>990</b><br><br>Department of the Treasury<br>Internal Revenue Service | <b>Return of Organization Exempt From Income Tax</b><br><br><b>Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)</b> | OMB No 1545-0047<br><div> <div>2012</div> <div>Open to Public Inspection</div> </div> |
|                                                                                                                                                              | The organization may have to use a copy of this return to satisfy state reporting requirements                                                                                                   |                                                                                       |

**A For the 2012 calendar year, or tax year beginning 01-01-2012 , 2012, and ending 12-31-2012**

|                                                                                                                                                                                                                                                                                              |                                                                                                                  |                                      |                                                                                                                                                                                                                                                                                                                          |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| <b>B</b> Check if applicable<br><input type="checkbox"/> Address change<br><input type="checkbox"/> Name change<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Terminated<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Application pending | <b>C</b> Name of organization<br>ICLEI - LOCAL GOVERNMENTS FOR SUSTAINABILITY USA INC                            |                                      | <b>D</b> Employer identification number<br>04-3116623                                                                                                                                                                                                                                                                    |  |
|                                                                                                                                                                                                                                                                                              | Doing Business As<br>ICLEI                                                                                       |                                      |                                                                                                                                                                                                                                                                                                                          |  |
|                                                                                                                                                                                                                                                                                              | Number and street (or P O box if mail is not delivered to street address)<br>414 13TH STREET NO 400              |                                      | Room/suite<br>E Telephone number<br>(510) 844-0699                                                                                                                                                                                                                                                                       |  |
|                                                                                                                                                                                                                                                                                              | City or town, state or country, and ZIP + 4<br>OAKLAND, CA 94612                                                 |                                      | <b>G</b> Gross receipts \$ 3,277,853                                                                                                                                                                                                                                                                                     |  |
|                                                                                                                                                                                                                                                                                              | <b>F</b> Name and address of principal officer<br>MICHEAL SCHMITZ<br>414 13TH STREET NO 400<br>OAKLAND, CA 94612 |                                      | <b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br><br><b>H(b)</b> Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No<br>If "No," attach a list (see instructions)<br><br><b>H(c)</b> Group exemption number ▶ |  |
| <b>I</b> Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527                                                                                              |                                                                                                                  | <b>J</b> Website: ▶ WWW.ICLEIUSA.ORG |                                                                                                                                                                                                                                                                                                                          |  |

Part I Summary

|                                                                                              |                                                                                                                                                                                                                                                                |                                                                     |                           |
|----------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|---------------------------|
| Activities & Governance                                                                      | 1 Briefly describe the organization's mission or most significant activities<br>TO BUILD, SERVE, AND DRIVE A MOVEMENT OF LOCAL GOVERNMENTS TO ADVANCE DEEP REDUCTIONS IN<br>GREENHOUSE GAS EMISSIONS AND ACHIEVE TANGIBLE IMPROVEMENTS IN LOCAL SUSTAINABILITY |                                                                     |                           |
|                                                                                              | 2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets                                                                                                                       |                                                                     |                           |
|                                                                                              | 3 Number of voting members of the governing body (Part VI, line 1a)                                                                                                                                                                                            | 3                                                                   | 10                        |
|                                                                                              | 4 Number of independent voting members of the governing body (Part VI, line 1b)                                                                                                                                                                                | 4                                                                   | 10                        |
|                                                                                              | 5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)                                                                                                                                                                                 | 5                                                                   | 31                        |
|                                                                                              | 6 Total number of volunteers (estimate if necessary)                                                                                                                                                                                                           | 6                                                                   | 10                        |
|                                                                                              | 7a Total unrelated business revenue from Part VIII, column (C), line 12                                                                                                                                                                                        | 7a                                                                  | 0                         |
| 7b Net unrelated business taxable income from Form 990-T, line 34                            | 7b                                                                                                                                                                                                                                                             | 0                                                                   |                           |
| Revenue                                                                                      | 8 Contributions and grants (Part VIII, line 1h)                                                                                                                                                                                                                | Prior Year<br>2,458,016                                             | Current Year<br>1,779,296 |
|                                                                                              | 9 Program service revenue (Part VIII, line 2g)                                                                                                                                                                                                                 | 1,634,643                                                           | 1,302,548                 |
|                                                                                              | 10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)                                                                                                                                                                                               | 1,784                                                               | 100,141                   |
|                                                                                              | 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)                                                                                                                                                                                    | 49,615                                                              | 95,868                    |
|                                                                                              | 12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)                                                                                                                                                                            | 4,144,058                                                           | 3,277,853                 |
|                                                                                              | Expenses                                                                                                                                                                                                                                                       | 13 Grants and similar amounts paid (Part IX, column (A), lines 1–3) | 176,602                   |
| 14 Benefits paid to or for members (Part IX, column (A), line 4)                             |                                                                                                                                                                                                                                                                | 0                                                                   | 39,396                    |
| 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)         |                                                                                                                                                                                                                                                                | 2,804,945                                                           | 1,035,098                 |
| 16a Professional fundraising fees (Part IX, column (A), line 11e)                            |                                                                                                                                                                                                                                                                | 0                                                                   | 0                         |
| b Total fundraising expenses (Part IX, column (D), line 25) <input type="checkbox"/> 139,367 |                                                                                                                                                                                                                                                                |                                                                     |                           |
| 17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)                              |                                                                                                                                                                                                                                                                | 2,250,322                                                           | 1,634,959                 |
| 18 Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)                  |                                                                                                                                                                                                                                                                | 5,231,869                                                           | 2,709,453                 |
| 19 Revenue less expenses Subtract line 18 from line 12                                       |                                                                                                                                                                                                                                                                | -1,087,811                                                          | 568,400                   |
| Net Assets or Fund Balances                                                                  | Beginning of Current Year                                                                                                                                                                                                                                      |                                                                     | End of Year               |
|                                                                                              | 20 Total assets (Part X, line 16)                                                                                                                                                                                                                              | 476,074                                                             | 714,727                   |
|                                                                                              | 21 Total liabilities (Part X, line 26)                                                                                                                                                                                                                         | 1,211,678                                                           | 926,904                   |
|                                                                                              | 22 Net assets or fund balances Subtract line 21 from line 20                                                                                                                                                                                                   | -735,604                                                            | -212,177                  |

## 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.

|                               |                                                                    |  |                      |                           |      |
|-------------------------------|--------------------------------------------------------------------|--|----------------------|---------------------------|------|
| <b>Sign Here</b>              | *****<br>Signature of officer                                      |  |                      | 2013-12-16<br>Date        |      |
|                               | MICHEAL SCHMITZ EXECUTIVE DIRECTOR<br>Type or print name and title |  |                      |                           |      |
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name<br>HYDEH GHAFFARI                       |  | Preparer's signature |                           | Date |
|                               | Check <input type="checkbox"/> if self-employed                    |  | PTIN<br>P01228587    |                           |      |
|                               | Firm's name   ▶ GHAFFARI ACCOUNTANCY INC                           |  |                      | Firm's EIN   ▶ 80-0842045 |      |
|                               | Firm's address   ▶ 1330 BROADWAY SUITE 430<br>OAKLAND, CA 94612    |  |                      | Phone no   (510) 834-6542 |      |

May the IRS discuss this return with the preparer shown above? (see instructions) . . . . . ☒ Yes ☐ No

Part IIIStatement of Program Service Accomplishments

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

1Briefly describe the organization’s mission

TO BUILD, SERVE, AND DRIVE A MOVEMENT OF LOCAL GOVERNMENTS TO ADVANCE DEEP REDUCTIONS IN GREENHOUSE GAS EMISSIONS AND ACHIEVE TANGIBLE IMPROVEMENTS IN LOCAL SUSTAINABILITY

2Did 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

3Did 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

4Describe the organization’s program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported

4a

(Code ) (Expenses \$ 847,700 including grants of \$ 0 ) (Revenue \$ 19,843 )

RENEWABLES (SPUN OFF FROM "CITIES FOR CIMATE PROTECTION")PROVIDED TECHNICAL ASSISTANCE, WEBINARS, GUIDEBOOKS, TRAINING AND ANALYSIS TO LOCAL GOVERNMENTS ACROSS THE COUNTRY ON REDUCING THE SOFT COSTS OF SOLAR ENERGY AND REDUCING THE BARRIERS TO ADOPTING SOLAR ENERGY

4b

(Code ) (Expenses \$ 518,881 including grants of \$ 0 ) (Revenue \$ 54,917 )

CLIMATE PROGRAM (SPUN OFF FROM "CITIES FOR CLIMATE PROTECTION")CONDUCTED GREENHOUSE GAS EMISSIONS INVENTORIES AND TRAININGS FOR DOZENS OF LOCAL GOVERNMENTS ACROSS THE COUNTRY, CREATED GUIDANCE AND PROTOCOLS TO STANDARDIZE THE PROCESS OF CONDUCTING GREENHOUSE GAS EMISSIONS INVENTORIES AT THE COMMUNITY SCALE CREATED RESILIENCE AND ADAPTATION RESOURCES FOR LOCAL GOVERNMENTS TO PREPARE FOR CLIMATE CHANGE

4c

(Code ) (Expenses \$ 235,992 including grants of \$ 0 ) (Revenue \$ 469,965 )

MEMBERSHIP AND OUTREACHPROVIDED MEMBERSHIP WITH TECHNICAL SUPPORT ON OVER 800 DISCRETE ISSUES RELATED TO CLIMATE PROTECTION, ADAPTATION, RESILIENCE, ENERGY EFFICIENCY, AND SUSTAINABILITY HOSTED MEETINGS ON A VARIETY OF TOPICS, INCLUDING ENERGY CODES, FINANCING FOR ENERGY EFFICIENCY AND CLEAN ENERGY PROJECTS, AND THE ENERGY-WATER NEXUS

(Code ) (Expenses \$ 157,493 including grants of \$ ) (Revenue \$ 757,823 )

TRAININGDEVELOPED AND DELIVERED GREENHOUSE GAS EMISSIONS INVENTORY TRAININGS FOR MULTIPLE LOCAL GOVERNMENTS AND REGIONAL PARTNERS TO ADVANCE LOCAL CLIMATE ACTION PLANNING ENDEAVORS

(Code ) (Expenses \$ 61,818 including grants of \$ 0 ) (Revenue \$ 0 )

STAR COMMUNITY INDEXTHE PROGRAM WAS DISCONTINUED IN 2011 EXPENSES ARE RESIDUAL ITEMS

(Code ) (Expenses \$ 18,587 including grants of \$ 0 ) (Revenue \$ 0 )

SOFTWARE DEVELOPMENTCREATED AND IMPROVED GREENHOUSE GAS EMISSIONS CALCULATION SOFTWARE AND CLIMATE EMISSIONS MANAGEMENT SOFTWARE TO ADVANCE LOCAL GOVERNMENT GREENHOUSE GAS EMISSIONS INVENTORY CALCULATION AND TO ADVANCE CLIMATE ACTION PLANNING

4dOther program services (Describe in Schedule O )

(Expenses \$ 237,898 including grants of \$ ) (Revenue \$ 757,823 )

4eTotal program service expenses

1,840,471

Part IV

Checklist of Required Schedules

|                                                                                                                                                                                                                                                                                                                                                                                                   | Yes     | No |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|----|
| 1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A                                                                                                                                                                              | 1 Yes   |    |
| 2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?                                                                                                                                                                                                            | 2 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                                                                                                                                                                                                            | 3       | No |
| 4 <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II                                                                                                                                                                                             | 4       | No |
| 5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III                                                                                                                                                                     | 5       | 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                                                         | 6       | 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                                                                                               | 7       | No |
| 8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III                                                                                                                                                              | 8       | No |
| 9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV                  | 9       | 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                                                                                                        | 10      | 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                                                                                                                                                                            | 11a 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                                                                                                         | 11b     | 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                                                                                                       | 11c     | No |
| d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX                                                                                                                         | 11d     | No |
| e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X                                                                                                                                                                                      | 11e 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                                                               | 11f     | No |
| 12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII                                                                                                                                                           | 12a Yes |    |
| 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 and XII is optional                                                                            | 12b     | No |
| 13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E                                                                                                                                                                                                                                                                                              | 13      | No |
| 14a Did the organization maintain an office, employees, or agents outside of the United States?                                                                                                                                                                                                                                                                                                   | 14a     | 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, Parts I and IV  | 14b 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 United States? If "Yes," complete Schedule F, Parts II and IV                                                                                     | 15      | 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 United States? If "Yes," complete Schedule F, Parts III and IV                                                                                         | 16      | 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 (see instructions)                                                                                                                                                                                  | 17      | 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                                                                                                                                                                                                                 | 18      | 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                                                                                                                                                                                                                                           | 19      | No |
| 20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H                                                                                                                                                                                                                                                                                                   | 20a     | No |
| b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?                                                                                                                                                                                                                                                                                    | 20b     |    |

Part IV

Checklist of Required Schedules (continued)

|     |                                                                                                                                                                                                                                                                                                                            |     |     |    |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|----|
| 21  | Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> . . . . .                                                                                         | 21  |     | No |
| 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, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> . . . . .                                                      | 23  |     | No |
| 24a | Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i> . . . . .                             | 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 | <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <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, highest 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 employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> . . . . . | 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 direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .                                                                                    | 28c |     | No |
| 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, Part II, III, or IV, and Part V, line 1</i> . . . . .                                                                                                                                                                  | 34  |     | No |
| 35a | Did the organization have a controlled entity within the meaning of section 512(b)(13)?                                                                                                                                                                                                                                    | 35a |     | No |
| b   | If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .                                                                                         | 35b |     |    |
| 36  | <b>Section 501(c)(3) organizations.</b> 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 11b and 19? <b>Note.</b> 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.                                                                                                  | 17  |     |
| 1b                                                                                                                                                                                                                                                                      | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.                                                                                               | 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  | 31  |
| b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?<br><b>Note.</b> 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  | No  |
| b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.                                                                                                                                                                     |                                                                                                                                                                                | 3b  |     |
| 4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?                           |                                                                                                                                                                                | 4a  | No  |
| b If "Yes," enter the name of the foreign country: _____<br>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 as charitable contributions?                                                              |                                                                                                                                                                                | 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?<br><b>Note.</b> See the instructions for additional information the organization must report on Schedule O.                                                                      |                                                                                                                                                                                | 13a |     |
| b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.                                                                                                            |                                                                                                                                                                                | 13b |     |
| c Enter the amount of reserves on hand.                                                                                                                                                                                                                                 |                                                                                                                                                                                | 13c |     |
| 14a Did the organization receive any payments for indoor tanning services during the tax year?                                                                                                                                                                          |                                                                                                                                                                                | 14a | 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                                                                                                                                 |     |    |
| 1b | Enter the number of voting members included in line 1a, above, who are independent                                                                                                                                  |     |    |
| 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?                                               |     | No |
| 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? |     | No |
| 4  | Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?                                                                                                    | Yes |    |
| 5  | Did the organization become aware during the year of a significant diversion of the organization's assets?                                                                                                          |     | No |
| 6  | Did the organization have members or stockholders?                                                                                                                                                                  |     | 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?                                                                  |     | No |
| 7b | Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?                                                           |     | No |
| 8  | Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following                                                                                    |     |    |
| 8a | The governing body?                                                                                                                                                                                                 | Yes |    |
| 8b | Each committee with authority to act on behalf of the governing body?                                                                                                                                               | 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        |     | 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?                                                                                                                                                                                                                           |     | No |
| 10b | If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?                                                                   |     |    |
| 11a | Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?                                                                                                                                                                  |     | No |
| 11b | Describe in Schedule O the process, if any, used by the organization to review this Form 990                                                                                                                                                                                                 |     |    |
| 12a | Did the organization have a written conflict of interest policy? If "No," go to line 13                                                                                                                                                                                                      | Yes |    |
| 12b | Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?                                                                                                                                                          | Yes |    |
| 12c | Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done                                                                                                                                           |     | No |
| 13  | Did the organization have a written whistleblower policy?                                                                                                                                                                                                                                    | Yes |    |
| 14  | Did the organization have a written document retention and destruction policy?                                                                                                                                                                                                               | 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?                                                                         |     |    |
| 15a | The organization's CEO, Executive Director, or top management official                                                                                                                                                                                                                       | Yes |    |
| 15b | Other officers or key employees of the organization                                                                                                                                                                                                                                          |     | No |
| 15c | 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?                                                                                                                                        |     | No |
| 16b | If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements? |     |    |

Section C. Disclosure

|    |                                                                                                                                                                                                                                                                                                                                                                                                                |                                                               |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------|
| 17 | List the States with which a copy of this Form 990 is required to be filed                                                                                                                                                                                                                                                                                                                                     | CA , MA                                                       |
| 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.<br><input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> Other (explain in Schedule O) |                                                               |
| 19 | Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year                                                                                                                                                                                                              |                                                               |
| 20 | State the name, physical address, and telephone number of the person who possesses the books and records of the organization                                                                                                                                                                                                                                                                                   | DAWNA LIANG 414 13TH STREET NO 400 OAKLAND, CA (510) 844-0699 |

Part VII

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

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

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

- 1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year
- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid

List all of the organization's **current** key employees, if any See instructions for definition of "key employee "

List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

List all of the organization's **former** officers, key employees, 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 organization compensated any current officer, director, or trustee

| (A)<br>Name and Title                               | (B)<br>Average hours per week (list any hours for related organizations below dotted line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W- 2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W- 2/1099-MISC) | (F)<br>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) PATRICK HAYS<br>CHAIR                           | 60                                                                                         | X                                                                                                         |                       | X       |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (2) JEB BRUGMANN<br>PRESIDENT                       | 60                                                                                         | X                                                                                                         |                       | X       |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (3) SALUD CARBAJAL<br>FIRST VICE PRESIDENT          | 60                                                                                         | X                                                                                                         |                       | X       |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (4) VALERIE BROWN<br>TREASURER                      | 60                                                                                         | X                                                                                                         |                       | X       |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (5) MICHAEL SCHMITZ<br>EXECUTIVE DIRECTOR/SECRETARY | 40 00                                                                                      | X                                                                                                         |                       | X       |              |                              |        | 102,480                                                               | 0                                                                          | 415                                                                                           |
| (6) PEGEEN HANRAHAN<br>BOARD MEMBER                 | 60                                                                                         | X                                                                                                         |                       |         |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (7) FRANK COWNIE<br>BOARD MEMBER                    | 60                                                                                         | X                                                                                                         |                       |         |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (8) MICHAEL NUTTER<br>BOARD MEMBER                  | 60                                                                                         | X                                                                                                         |                       |         |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (9) HENRIETTA DAVIS<br>BOARD MEMBER                 | 60                                                                                         | X                                                                                                         |                       |         |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (10) HARVEY RUVIN<br>BOARD MEMBER                   | 60                                                                                         | X                                                                                                         |                       |         |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
| (11) PAM O'CONNOR<br>BOARD MEMBER                   | 60                                                                                         | X                                                                                                         |                       |         |              |                              |        | 0                                                                     | 0                                                                          | 0                                                                                             |
|                                                     |                                                                                            |                                                                                                           |                       |         |              |                              |        |                                                                       |                                                                            |                                                                                               |
|                                                     |                                                                                            |                                                                                                           |                       |         |              |                              |        |                                                                       |                                                                            |                                                                                               |
|                                                     |                                                                                            |                                                                                                           |                       |         |              |                              |        |                                                                       |                                                                            |                                                                                               |
|                                                     |                                                                                            |                                                                                                           |                       |         |              |                              |        |                                                                       |                                                                            |                                                                                               |
|                                                     |                                                                                            |                                                                                                           |                       |         |              |                              |        |                                                                       |                                                                            |                                                                                               |



## Part VII

|           |                                                                        |         |   |     |
|-----------|------------------------------------------------------------------------|---------|---|-----|
| <b>1b</b> | <b>Sub-Total . . . . .</b>                                             |         |   |     |
| <b>c</b>  | <b>Total from continuation sheets to Part VII, Section A . . . . .</b> |         |   |     |
| <b>d</b>  | <b>Total (add lines 1b and 1c) . . . . .</b>                           | 102,480 | 0 | 415 |

**2** Total number of individuals (including but not limited to those l  
\$100,000 of reportable compensation from the organization▶1

|          |                                                                                                                                                                                                                                               | Yes      | No |
|----------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----|
| <b>3</b> | Did the organization list any <b>former</b> officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i> . . . . .                                        | <b>3</b> | No |
| <b>4</b> | 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> . . . . . | <b>4</b> | No |
| <b>5</b> | 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> . . . . .                       | <b>5</b> | No |

## **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)<br>Name and business address                                     | (B)<br>Description of services           | (C)<br>Compensation |
|----------------------------------------------------------------------|------------------------------------------|---------------------|
| MEISTER CONSULTANTS GROUP INC 98 N WASHINGTON ST BOSTON MA 02114     | TECHNICAL ASSISTANCE FOR THE SUN SHOT SO | 206,110             |
| THE SOLAR FOUNDATION 505 9TH STREET NW SUITE 800 WASHINGTON DC 20004 | TECHNICAL ASSISTANCE FOR THE SUN SHOT SO | 139,068             |
|                                                                      |                                          |                     |
|                                                                      |                                          |                     |
|                                                                      |                                          |                     |

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 ►2

Part VIII

Statement of Revenue

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

|                                                           |                                                                    |                                                                                                                                            | (A)<br>Total revenue | (B)<br>Related or<br>exempt<br>function<br>revenue | (C)<br>Unrelated<br>business<br>revenue | (D)<br>Revenue<br>excluded from<br>tax under<br>sections<br>512, 513, or<br>514 |  |
|-----------------------------------------------------------|--------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------------------|--|
| Contributions, Gifts, Grants<br>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                   | 1,332,571                                          |                                         |                                                                                 |  |
|                                                           | f                                                                  | All other contributions, gifts, grants, and<br>similar amounts not included above                                                          | 1f                   | 446,725                                            |                                         |                                                                                 |  |
|                                                           | g                                                                  | Noncash contributions included in lines<br>1a-1f \$                                                                                        |                      |                                                    |                                         |                                                                                 |  |
|                                                           | h                                                                  | Total. Add lines 1a-1f . . . . .                                                                                                           |                      | 1,779,296                                          |                                         |                                                                                 |  |
| Program Service Revenue                                   |                                                                    |                                                                                                                                            | Business Code        |                                                    |                                         |                                                                                 |  |
|                                                           | 2a                                                                 | FEE FOR SERVICE                                                                                                                            | 541610               | 833,485                                            | 833,485                                 |                                                                                 |  |
|                                                           | b                                                                  | MEMBERSHIP FEES                                                                                                                            | 900099               | 475,682                                            | 475,682                                 |                                                                                 |  |
|                                                           | c                                                                  | LOSS FROM CURRENCY EXC                                                                                                                     | 900099               | -6,619                                             | -6,619                                  |                                                                                 |  |
|                                                           | d                                                                  |                                                                                                                                            |                      |                                                    |                                         |                                                                                 |  |
|                                                           | e                                                                  |                                                                                                                                            |                      |                                                    |                                         |                                                                                 |  |
|                                                           | f                                                                  | All other program service revenue                                                                                                          |                      |                                                    |                                         |                                                                                 |  |
|                                                           | g                                                                  | Total. Add lines 2a-2f . . . . .                                                                                                           |                      | 1,302,548                                          |                                         |                                                                                 |  |
| Other Revenue                                             | 3                                                                  | Investment income (including dividends, interest,<br>and other similar amounts) . . . . .                                                  |                      | 141                                                |                                         | 141                                                                             |  |
|                                                           | 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                                         |                                         |                                                                                 |  |
|                                                           |                                                                    |                                                                                                                                            |                      | 100,000                                            |                                         |                                                                                 |  |
|                                                           |                                                                    |                                                                                                                                            |                      | 0                                                  |                                         |                                                                                 |  |
|                                                           |                                                                    |                                                                                                                                            |                      | 100,000                                            |                                         |                                                                                 |  |
|                                                           | d                                                                  | Net gain or (loss) . . . . .                                                                                                               |                      | 100,000                                            |                                         | 100,000                                                                         |  |
|                                                           | 8a                                                                 | Gross income from fundraising events (not including<br>\$ _____<br>of contributions reported on line 1c)<br>See Part IV, line 18 . . . . . |                      |                                                    |                                         |                                                                                 |  |
|                                                           | a                                                                  |                                                                                                                                            |                      |                                                    |                                         |                                                                                 |  |
|                                                           | b                                                                  | Less direct expenses . . . . .                                                                                                             |                      | b                                                  |                                         |                                                                                 |  |
|                                                           | c                                                                  | Net income or (loss) from fundraising events . .                                                                                           |                      |                                                    |                                         |                                                                                 |  |
|                                                           | 9a                                                                 | Gross income from gaming activities<br>See Part IV, line 19 . . . . .                                                                      |                      |                                                    |                                         |                                                                                 |  |
|                                                           | a                                                                  |                                                                                                                                            |                      |                                                    |                                         |                                                                                 |  |
|                                                           | b                                                                  | Less direct expenses . . . . .                                                                                                             |                      | b                                                  |                                         |                                                                                 |  |
| c                                                         | Net income or (loss) from gaming activities . .                    |                                                                                                                                            |                      |                                                    |                                         |                                                                                 |  |
| 10a                                                       | Gross sales of inventory, less<br>returns and allowances . . . . . |                                                                                                                                            | a                    |                                                    |                                         |                                                                                 |  |
| a                                                         |                                                                    |                                                                                                                                            |                      |                                                    |                                         |                                                                                 |  |
| b                                                         | Less cost of goods sold . . . . .                                  |                                                                                                                                            | b                    |                                                    |                                         |                                                                                 |  |
| c                                                         | Net income or (loss) from sales of inventory . .                   |                                                                                                                                            |                      |                                                    |                                         |                                                                                 |  |
| Miscellaneous Revenue                                     |                                                                    | Business Code                                                                                                                              |                      |                                                    |                                         |                                                                                 |  |
| 11a                                                       | RENTAL INCOME                                                      | 900099                                                                                                                                     | 90,048               |                                                    | 90,048                                  |                                                                                 |  |
| b                                                         | OTHER INCOME                                                       | 900099                                                                                                                                     | 10,000               |                                                    | 10,000                                  |                                                                                 |  |
| c                                                         | LOSS ON DISPOSAL OF FI                                             | 900099                                                                                                                                     | -4,180               |                                                    | -4,180                                  |                                                                                 |  |
| d                                                         | All other revenue . . . . .                                        |                                                                                                                                            |                      |                                                    |                                         |                                                                                 |  |
| e                                                         | Total. Add lines 11a-11d . . . . .                                 |                                                                                                                                            | 95,868               |                                                    |                                         |                                                                                 |  |
| 12                                                        | Total revenue. See Instructions . . . . .                          |                                                                                                                                            | 3,277,853            | 1,302,548                                          | 0                                       | 196,009                                                                         |  |

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)

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)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|--------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------------|----------------------------------------|-----------------------------|
| 1                                                                              | Grants and other assistance to governments and organizations in the United States See Part IV, line 21                                                                                                                                |                       |                                 |                                        |                             |
| 2                                                                              | Grants and other assistance to individuals in the United States See Part IV, line 22                                                                                                                                                  |                       |                                 |                                        |                             |
| 3                                                                              | Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16                                                                                                     |                       |                                 |                                        |                             |
| 4                                                                              | Benefits paid to or for members                                                                                                                                                                                                       | 39,396                | 39,396                          |                                        |                             |
| 5                                                                              | Compensation of current officers, directors, trustees, and key employees                                                                                                                                                              | 102,895               | 16,463                          | 79,229                                 | 7,203                       |
| 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                                                                                                                                                                                                              | 752,206               | 467,254                         | 197,323                                | 87,629                      |
| 8                                                                              | Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)                                                                                                                                    | 10,185                | 3,811                           | 4,545                                  | 1,829                       |
| 9                                                                              | Other employee benefits                                                                                                                                                                                                               | 98,914                | 47,745                          | 41,840                                 | 9,329                       |
| 10                                                                             | Payroll taxes                                                                                                                                                                                                                         | 70,898                | 41,123                          | 22,085                                 | 7,690                       |
| 11                                                                             | Fees for services (non-employees)                                                                                                                                                                                                     |                       |                                 |                                        |                             |
| a                                                                              | Management                                                                                                                                                                                                                            |                       |                                 |                                        |                             |
| b                                                                              | Legal                                                                                                                                                                                                                                 | 32,782                | 15,966                          | 16,605                                 | 211                         |
| c                                                                              | Accounting                                                                                                                                                                                                                            | 69,993                |                                 | 69,993                                 |                             |
| d                                                                              | Lobbying                                                                                                                                                                                                                              |                       |                                 |                                        |                             |
| e                                                                              | Professional fundraising services See Part IV, line 17                                                                                                                                                                                |                       |                                 |                                        |                             |
| f                                                                              | Investment management fees                                                                                                                                                                                                            |                       |                                 |                                        |                             |
| g                                                                              | Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)                                                                                                                            | 796,169               | 788,490                         | 7,397                                  | 282                         |
| 12                                                                             | Advertising and promotion                                                                                                                                                                                                             | 7,859                 | 7,315                           | 544                                    |                             |
| 13                                                                             | Office expenses                                                                                                                                                                                                                       | 56,347                | 40,840                          | 14,603                                 | 904                         |
| 14                                                                             | Information technology                                                                                                                                                                                                                | 36,101                | 18,819                          | 12,111                                 | 5,171                       |
| 15                                                                             | Royalties                                                                                                                                                                                                                             |                       |                                 |                                        |                             |
| 16                                                                             | Occupancy                                                                                                                                                                                                                             | 272,051               | 126,910                         | 144,220                                | 921                         |
| 17                                                                             | Travel                                                                                                                                                                                                                                | 56,013                | 7,125                           | 38,562                                 | 10,326                      |
| 18                                                                             | Payments of travel or entertainment expenses for any federal, state, or local public officials                                                                                                                                        | 21,358                | 21,358                          |                                        |                             |
| 19                                                                             | Conferences, conventions, and meetings                                                                                                                                                                                                | 6,497                 | 2,735                           | 2,135                                  | 1,627                       |
| 20                                                                             | Interest                                                                                                                                                                                                                              | 440                   | 219                             | 215                                    | 6                           |
| 21                                                                             | Payments to affiliates                                                                                                                                                                                                                | 139,421               | 139,421                         |                                        |                             |
| 22                                                                             | Depreciation, depletion, and amortization                                                                                                                                                                                             | 67,446                | 44,757                          | 17,537                                 | 5,152                       |
| 23                                                                             | Insurance                                                                                                                                                                                                                             | 28,831                | 7,293                           | 20,799                                 | 739                         |
| 24                                                                             | Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24e If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O)                                        |                       |                                 |                                        |                             |
| a                                                                              | TAXES AND FEES                                                                                                                                                                                                                        | 18,141                |                                 | 18,141                                 |                             |
| b                                                                              | BANK FEES                                                                                                                                                                                                                             | 6,591                 |                                 | 6,591                                  |                             |
| c                                                                              | DESIGN AND PRODUCTION                                                                                                                                                                                                                 | 3,711                 | 2,909                           | 454                                    | 348                         |
| d                                                                              | MEMBERSHIP DUES                                                                                                                                                                                                                       | 950                   | 450                             | 500                                    |                             |
| e                                                                              | All other expenses                                                                                                                                                                                                                    | 14,258                | 72                              | 14,186                                 |                             |
| 25                                                                             | Total functional expenses. Add lines 1 through 24e                                                                                                                                                                                    | 2,709,453             | 1,840,471                       | 729,615                                | 139,367                     |
| 26                                                                             | Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) |                       |                                 |                                        |                             |

Part X

Balance Sheet

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

|                             |                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                        |     |         |        | (A)               |        | (B)         |
|-----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|---------|--------|-------------------|--------|-------------|
|                             |                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                        |     |         |        | Beginning of year |        | End of year |
| Assets                      | 1                                                                                                                                                   | Cash—non-interest-bearing . . . . .                                                                                                                                                                                                                                                                                                    |     |         |        |                   | 1      | 72,349      |
|                             | 2                                                                                                                                                   | Savings and temporary cash investments . . . . .                                                                                                                                                                                                                                                                                       |     |         |        |                   | 2      | 24,526      |
|                             | 3                                                                                                                                                   | Pledges and grants receivable, net . . . . .                                                                                                                                                                                                                                                                                           |     |         |        | 26,000            | 3      |             |
|                             | 4                                                                                                                                                   | Accounts receivable, net . . . . .                                                                                                                                                                                                                                                                                                     |     |         |        | 221,665           | 4      | 437,854     |
|                             | 5                                                                                                                                                   | Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L . . . . .                                                                                                                                                           |     |         |        |                   | 5      |             |
|                             | 6                                                                                                                                                   | Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L . . . . . |     |         |        |                   | 6      |             |
|                             | 7                                                                                                                                                   | Notes and loans receivable, net . . . . .                                                                                                                                                                                                                                                                                              |     |         |        |                   | 7      |             |
|                             | 8                                                                                                                                                   | Inventories for sale or use . . . . .                                                                                                                                                                                                                                                                                                  |     |         |        |                   | 8      |             |
|                             | 9                                                                                                                                                   | Prepaid expenses and deferred charges . . . . .                                                                                                                                                                                                                                                                                        |     |         |        | 105,360           | 9      | 90,526      |
|                             | 10a                                                                                                                                                 | Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D                                                                                                                                                                                                                                                      | 10a | 215,781 |        |                   |        |             |
|                             | b                                                                                                                                                   | Less accumulated depreciation . . . . .                                                                                                                                                                                                                                                                                                | 10b | 140,318 | 53,603 | 10c               | 75,463 |             |
|                             | 11                                                                                                                                                  | Investments—publicly traded securities . . . . .                                                                                                                                                                                                                                                                                       |     |         |        |                   | 11     |             |
|                             | 12                                                                                                                                                  | Investments—other securities See Part IV, line 11 . . . . .                                                                                                                                                                                                                                                                            |     |         |        |                   | 12     |             |
|                             | 13                                                                                                                                                  | Investments—program-related See Part IV, line 11 . . . . .                                                                                                                                                                                                                                                                             |     |         |        |                   | 13     |             |
|                             | 14                                                                                                                                                  | Intangible assets . . . . .                                                                                                                                                                                                                                                                                                            |     |         |        |                   | 14     |             |
|                             | 15                                                                                                                                                  | Other assets See Part IV, line 11 . . . . .                                                                                                                                                                                                                                                                                            |     |         |        | 69,446            | 15     | 14,009      |
|                             | 16                                                                                                                                                  | Total assets. Add lines 1 through 15 (must equal line 34) . . . . .                                                                                                                                                                                                                                                                    |     |         |        | 476,074           | 16     | 714,727     |
| Liabilities                 | 17                                                                                                                                                  | Accounts payable and accrued expenses . . . . .                                                                                                                                                                                                                                                                                        |     |         |        | 682,534           | 17     | 387,910     |
|                             | 18                                                                                                                                                  | Grants payable . . . . .                                                                                                                                                                                                                                                                                                               |     |         |        |                   | 18     |             |
|                             | 19                                                                                                                                                  | Deferred revenue . . . . .                                                                                                                                                                                                                                                                                                             |     |         |        | 272,380           | 19     | 220,248     |
|                             | 20                                                                                                                                                  | Tax-exempt bond liabilities . . . . .                                                                                                                                                                                                                                                                                                  |     |         |        |                   | 20     |             |
|                             | 21                                                                                                                                                  | Escrow or custodial account liability Complete Part IV of Schedule D . . . . .                                                                                                                                                                                                                                                         |     |         |        |                   | 21     |             |
|                             | 22                                                                                                                                                  | Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L . . . . .                                                                                                                                          |     |         |        | 9,996             | 22     |             |
|                             | 23                                                                                                                                                  | Secured mortgages and notes payable to unrelated third parties . . . . .                                                                                                                                                                                                                                                               |     |         |        | 5,236             | 23     |             |
|                             | 24                                                                                                                                                  | Unsecured notes and loans payable to unrelated third parties . . . . .                                                                                                                                                                                                                                                                 |     |         |        |                   | 24     |             |
|                             | 25                                                                                                                                                  | Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D . . . . .                                                                                                                                                         |     |         |        | 241,532           | 25     | 318,746     |
|                             | 26                                                                                                                                                  | Total liabilities. Add lines 17 through 25 . . . . .                                                                                                                                                                                                                                                                                   |     |         |        | 1,211,678         | 26     | 926,904     |
| Net Assets or Fund Balances | Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34. |                                                                                                                                                                                                                                                                                                                                        |     |         |        |                   |        |             |
|                             | 27                                                                                                                                                  | Unrestricted net assets . . . . .                                                                                                                                                                                                                                                                                                      |     |         |        | -955,727          | 27     | -412,177    |
|                             | 28                                                                                                                                                  | Temporarily restricted net assets . . . . .                                                                                                                                                                                                                                                                                            |     |         |        | 220,123           | 28     | 200,000     |
|                             | 29                                                                                                                                                  | Permanently restricted net assets . . . . .                                                                                                                                                                                                                                                                                            |     |         |        |                   | 29     |             |
|                             | Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.                          |                                                                                                                                                                                                                                                                                                                                        |     |         |        |                   |        |             |
|                             | 30                                                                                                                                                  | Capital stock or trust principal, or current funds . . . . .                                                                                                                                                                                                                                                                           |     |         |        |                   | 30     |             |
|                             | 31                                                                                                                                                  | Paid-in or capital surplus, or land, building or equipment fund . . . . .                                                                                                                                                                                                                                                              |     |         |        |                   | 31     |             |
|                             | 32                                                                                                                                                  | Retained earnings, endowment, accumulated income, or other funds . . . . .                                                                                                                                                                                                                                                             |     |         |        |                   | 32     |             |
|                             | 33                                                                                                                                                  | Total net assets or fund balances . . . . .                                                                                                                                                                                                                                                                                            |     |         |        | -735,604          | 33     | -212,177    |
|                             | 34                                                                                                                                                  | Total liabilities and net assets/fund balances . . . . .                                                                                                                                                                                                                                                                               |     |         |        | 476,074           | 34     | 714,727     |

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  | 3,277,853 |
| 2  | Total expenses (must equal Part IX, column (A), line 25) . . . . .                                            | 2  | 2,709,453 |
| 3  | Revenue less expenses Subtract line 2 from line 1 . . . . .                                                   | 3  | 568,400   |
| 4  | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) . . . . .           | 4  | -735,604  |
| 5  | Net unrealized gains (losses) on investments . . . . .                                                        | 5  |           |
| 6  | Donated services and use of facilities . . . . .                                                              | 6  |           |
| 7  | Investment expenses . . . . .                                                                                 | 7  |           |
| 8  | Prior period adjustments . . . . .                                                                            | 8  |           |
| 9  | Other changes in net assets or fund balances (explain in Schedule O) . . . . .                                | 9  | -44,973   |
| 10 | Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B)) | 10 | -212,177  |

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 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____<br>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?<br>If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both<br><input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis |     | No |
| 2b | Were the organization's financial statements audited by an independent accountant?<br>If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both<br><input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis                | Yes |    |
| 2c | If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?<br>If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O                                                                    | Yes |    |
| 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 |    |
| 3b | 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

2012

Open to Public Inspection

|                                                                                  |                                              |
|----------------------------------------------------------------------------------|----------------------------------------------|
| Name of the organization<br>ICLEI - LOCAL GOVERNMENTS FOR SUSTAINABILITY USA INC | Employer identification number<br>04-3116623 |
|----------------------------------------------------------------------------------|----------------------------------------------|

Part I

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

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

- 1

☐

A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2

☐

A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E )
- 3

☐

A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4

☐

A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state \_\_\_\_\_
- 5

☐

An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II )
- 6

☐

A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7

☒

An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II )
- 8

☐

A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II )
- 9

☐

An organization that normally receives (1) more than 33<sup>1</sup>/<sub>3</sub>% 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<sup>1</sup>/<sub>3</sub>% 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 - Non-functionally integrated
- 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 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 monetary support |
|------------------------------------|----------|----------------------------------------------------------------------------------------------|------------------------------------------------------------------------|----|-----------------------------------------------------------------|----|------------------------------------------------------------|----|----------------------------------|
|                                    |          |                                                                                              | Yes                                                                    | No | Yes                                                             | No | Yes                                                        | No |                                  |
|                                    |          |                                                                                              |                                                                        |    |                                                                 |    |                                                            |    |                                  |
|                                    |          |                                                                                              |                                                                        |    |                                                                 |    |                                                            |    |                                  |
| Total                              |          |                                                                                              |                                                                        |    |                                                                 |    |                                                            |    |                                  |

Part II

Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)  
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

| Section A. Public Support                                                                                                                                                                             |           |           |           |           |           |            |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|-----------|-----------|-----------|------------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                                                         | (a) 2008  | (b) 2009  | (c) 2010  | (d) 2011  | (e) 2012  | (f) Total  |
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                                                   | 3,719,859 | 3,000,902 | 3,920,922 | 2,458,016 | 1,778,393 | 14,878,092 |
| 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                                                                                             |           |           | 31,250    | 26,750    | 37,939    | 95,939     |
| 4 <b>Total.</b> Add lines 1 through 3                                                                                                                                                                 | 3,719,859 | 3,000,902 | 3,952,172 | 2,484,766 | 1,816,332 | 14,974,031 |
| 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) |           |           |           |           |           | 4,983,718  |
| 6 <b>Public support.</b> Subtract line 5 from line 4                                                                                                                                                  |           |           |           |           |           | 9,990,313  |

| Section B. Total Support                      |                                                                                                                                                                                   |           |           |           |           |           |            |
|-----------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-----------|-----------|-----------|-----------|------------|
| Calendar year (or fiscal year beginning in) ▶ |                                                                                                                                                                                   | (a) 2008  | (b) 2009  | (c) 2010  | (d) 2011  | (e) 2012  | (f) Total  |
| 7                                             | Amounts from line 4                                                                                                                                                               | 3,719,859 | 3,000,902 | 3,952,172 | 2,484,766 | 1,816,332 | 14,974,031 |
| 8                                             | Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                                    | 25,950    | 3,743     | 1,259     | 1,784     | 141       | 32,877     |
| 9                                             | Net income from unrelated business activities, whether or not the business is regularly carried on                                                                                |           |           |           |           |           |            |
| 10                                            | Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV )                                                                                    | 51,621    | 9,823     | 55,519    | 32,605    | 95,868    | 245,436    |
| 11                                            | Total support (Add lines 7 through 10)                                                                                                                                            |           |           |           |           |           | 15,252,344 |
| 12                                            | Gross receipts from related activities, etc (see instructions)                                                                                                                    |           |           |           |           | 12        | 7,116,422  |
| 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 2012 (line 6, column (f) divided by line 11, column (f))                                                                                                                                                                                                                                                                                                                  | 14 | 65 500 % |
| 15                                                  | Public support percentage for 2011 Schedule A, Part II, line 14                                                                                                                                                                                                                                                                                                                                         | 15 | 64 200 % |
| 16a                                                 | <b>33 1/3% support test—2012.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization                                                                                                                                                                            |    |          |
| b                                                   | <b>33 1/3% support test—2011.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization                                                                                                                                                                       |    |          |
| 17a                                                 | <b>10%-facts-and-circumstances test—2012.</b> 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 <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization      |    |          |
| b                                                   | <b>10%-facts-and-circumstances test—2011.</b> 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 <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization |    |          |
| 18                                                  | <b>Private foundation.</b> 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 Section 509(a)(2)  
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

| Section A. Public Support                                                                                                                                                  |          |          |          |          |          |           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                              | (a) 2008 | (b) 2009 | (c) 2010 | (d) 2011 | (e) 2012 | (f) Total |
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                        |          |          |          |          |          |           |
| 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose |          |          |          |          |          |           |
| 3 Gross receipts from activities that are not an unrelated trade or business under section 513                                                                             |          |          |          |          |          |           |
| 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                          |          |          |          |          |          |           |
| 5 The value of services or facilities furnished by a governmental unit to the organization without charge                                                                  |          |          |          |          |          |           |
| 6 Total. Add lines 1 through 5                                                                                                                                             |          |          |          |          |          |           |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons                                                                                                |          |          |          |          |          |           |
| b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year           |          |          |          |          |          |           |
| c Add lines 7a and 7b                                                                                                                                                      |          |          |          |          |          |           |
| 8 Public support (Subtract line 7c from line 6.)                                                                                                                           |          |          |          |          |          |           |

| Section B. Total Support                                                                                                                                                   |          |          |          |          |          |           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                              | (a) 2008 | (b) 2009 | (c) 2010 | (d) 2011 | (e) 2012 | (f) Total |
| 9 Amounts from line 6                                                                                                                                                      |          |          |          |          |          |           |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                         |          |          |          |          |          |           |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975                                                                  |          |          |          |          |          |           |
| c Add lines 10a and 10b                                                                                                                                                    |          |          |          |          |          |           |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on                                             |          |          |          |          |          |           |
| 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)                                                                         |          |          |          |          |          |           |
| 13 Total support. (Add lines 9, 10c, 11, and 12.)                                                                                                                          |          |          |          |          |          |           |
| 14 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                                       |    |  |
|-------------------------------------------------------------------------------------------|----|--|
| 15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)) | 15 |  |
| 16 Public support percentage from 2011 Schedule A, Part III, line 15                      | 16 |  |

| Section D. Computation of Investment Income Percentage                                                                                                                                                                                                               |    |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|--|
| 17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))                                                                                                                                                                       | 17 |  |
| 18 Investment income percentage from 2011 Schedule A, Part III, line 17                                                                                                                                                                                              | 18 |  |
| 19a 33 1/3% support tests—2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶        |    |  |
| b 33 1/3% support tests—2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ |    |  |
| 20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶                                                                                                                                        |    |  |



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

|                                     |
|-------------------------------------|
| <b>Facts And Circumstances Test</b> |
|                                     |

| Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| SCHEDULE A, PART II, LINE 10, EXPLANATION OF OTHER INCOME   MISCELLANEOUS RECEIPTS - 2008 AMOUNT   \$ 51,621   2009 AMOUNT   \$ 9,823   2010 AMOUNT   \$ 10,153   2011 AMOUNT   \$ 3,637   2012 AMOUNT   \$ 10,000   SUBLEASE INCOME - 2010 AMOUNT   \$ 7,881   2011 AMOUNT   \$ 28,827   2012 AMOUNT   \$ 90,048   SETTLEMENT INCOME - 2010 AMOUNT   \$ 36,213   SPEAKER FEES - 2010 AMOUNT   \$ 1,272   NON-PROGRAM SERVICE FEES - 2011 AMOUNT   \$ 141   LOSS FROM DISPOSAL OF FIXED ASSETS - 2012 AMOUNT   \$ -4,180 |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |

SCHEDULE D  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Supplemental Financial Statements

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization  
ICLEI - LOCAL GOVERNMENTS FOR  
SUSTAINABILITY USA INC

Employer identification number  
  
04-3116623

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

Part II

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

1

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

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

2

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

|   | Held at the End of the 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, and not on a historic structure listed in the National Register |

3

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

4

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

5

Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes☐ No

6

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

7

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

8

Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

☐ Yes☐ No

9

In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements

Part III

Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a

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

b

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

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

▶\$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X

▶\$ \_\_\_\_\_

2

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

a

Revenues included in Form 990, Part VIII, line 1

▶\$ \_\_\_\_\_

b

Assets included in Form 990, Part X

▶\$ \_\_\_\_\_

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

Cat No 52283D

Schedule D (Form 990) 2012

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

3Using the organization’s acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

a☐Public exhibition

b☐Scholarly research

c☐Preservation for future generations

d☐Loan or exchange programs

e☐Other

4Provide a description of the organization’s collections and explain how they further the organization’s exempt purpose in Part XIII

5During 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.

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

☐Yes☐No

bIf "Yes," explain the arrangement in Part XIII and complete the following table

cBeginning balance

dAdditions during the year

eDistributions during the year

fEnding balance

|    | Amount |
|----|--------|
| 1c |        |
| 1d |        |
| 1e |        |
| 1f |        |

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

☐Yes☐No

bIf "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

☐

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

|                                                           | (a)Current year | (b)Prior year | b (c)Two years back | (d)Three years back | (e)Four years back |
|-----------------------------------------------------------|-----------------|---------------|---------------------|---------------------|--------------------|
| 1aBeginning of year balance . . . . .                     |                 |               |                     |                     |                    |
| bContributions . . . . .                                  |                 |               |                     |                     |                    |
| cNet investment earnings, gains, and losses               |                 |               |                     |                     |                    |
| dGrants or scholarships . . . . .                         |                 |               |                     |                     |                    |
| eOther expenditures for facilities and programs . . . . . |                 |               |                     |                     |                    |
| fAdministrative expenses . . . . .                        |                 |               |                     |                     |                    |
| gEnd of year balance . . . . .                            |                 |               |                     |                     |                    |

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

aBoard designated or quasi-endowment ▶

bPermanent endowment ▶

cTemporarily restricted endowment ▶

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

3aAre 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 . . . . .

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

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

4Describe in Part XIII 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 |
|----------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------|------------------------------|----------------|
| 1aLand . . . . .                                                                                   |                                      |                                |                              |                |
| bBuildings . . . . .                                                                               |                                      |                                |                              |                |
| cLeasehold improvements . . . . .                                                                  |                                      |                                |                              |                |
| dEquipment . . . . .                                                                               |                                      | 215,781                        | 140,318                      | 75,463         |
| eOther . . . . .                                                                                   |                                      |                                |                              |                |
| Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶ |                                      |                                |                              | 75,463         |



**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

|          |                                                                                                         |           |           |
|----------|---------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Total revenue, gains, and other support per audited financial statements . . . . .                      | <b>1</b>  | 3,277,853 |
| <b>2</b> | Amounts included on line 1 but not on Form 990, Part VIII, line 12                                      |           |           |
| <b>a</b> | Net unrealized gains on investments . . . . .                                                           | <b>2a</b> |           |
| <b>b</b> | Donated services and use of facilities . . . . .                                                        | <b>2b</b> |           |
| <b>c</b> | Recoveries of prior year grants . . . . .                                                               | <b>2c</b> |           |
| <b>d</b> | Other (Describe in Part XIII ) . . . . .                                                                | <b>2d</b> |           |
| <b>e</b> | Add lines <b>2a</b> through <b>2d</b> . . . . .                                                         | <b>2e</b> | 0         |
| <b>3</b> | Subtract line <b>2e</b> from line <b>1</b> . . . . .                                                    | <b>3</b>  | 3,277,853 |
| <b>4</b> | Amounts included on Form 990, Part VIII, line 12, but not on line <b>1</b>                              |           |           |
| <b>a</b> | Investment expenses not included on Form 990, Part VIII, line 7b . . . . .                              | <b>4a</b> |           |
| <b>b</b> | Other (Describe in Part XIII ) . . . . .                                                                | <b>4b</b> |           |
| <b>c</b> | Add lines <b>4a</b> and <b>4b</b> . . . . .                                                             | <b>4c</b> | 0         |
| <b>5</b> | Total revenue Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12 ) . . . . . | <b>5</b>  | 3,277,853 |

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

|          |                                                                                                          |           |           |
|----------|----------------------------------------------------------------------------------------------------------|-----------|-----------|
| <b>1</b> | Total expenses and losses per audited financial statements . . . . .                                     | <b>1</b>  | 2,709,453 |
| <b>2</b> | Amounts included on line 1 but not on Form 990, Part IX, line 25                                         |           |           |
| <b>a</b> | Donated services and use of facilities . . . . .                                                         | <b>2a</b> |           |
| <b>b</b> | Prior year adjustments . . . . .                                                                         | <b>2b</b> |           |
| <b>c</b> | Other losses . . . . .                                                                                   | <b>2c</b> |           |
| <b>d</b> | Other (Describe in Part XIII ) . . . . .                                                                 | <b>2d</b> |           |
| <b>e</b> | Add lines <b>2a</b> through <b>2d</b> . . . . .                                                          | <b>2e</b> | 0         |
| <b>3</b> | Subtract line <b>2e</b> from line <b>1</b> . . . . .                                                     | <b>3</b>  | 2,709,453 |
| <b>4</b> | Amounts included on Form 990, Part IX, line 25, but not on line <b>1</b> :                               |           |           |
| <b>a</b> | Investment expenses not included on Form 990, Part VIII, line 7b . . . . .                               | <b>4a</b> |           |
| <b>b</b> | Other (Describe in Part XIII ) . . . . .                                                                 | <b>4b</b> |           |
| <b>c</b> | Add lines <b>4a</b> and <b>4b</b> . . . . .                                                              | <b>4c</b> | 0         |
| <b>5</b> | Total expenses Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18 ) . . . . . | <b>5</b>  | 2,709,453 |

**Part XIII Supplemental Information**

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

| Identifier | Return Reference | Explanation |
|------------|------------------|-------------|
|------------|------------------|-------------|

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

2012

Open to Public  
Inspection

Name of the organization  
ICLEI - LOCAL GOVERNMENTS FOR  
SUSTAINABILITY USA INC

Employer identification number  
  
04-3116623

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 (The following Part I, line 3 table can be duplicated if additional space is needed )

| (a) Region                                 | (b) Number of offices in the region | (c) Number of employees, agents, and independent contractors in region | (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 and investments in region |
|--------------------------------------------|-------------------------------------|------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|------------------------------------------------------|
| NORTH AMERICA                              | 0                                   | 0                                                                      | PAYMENT TO AFFILIATE                                                                                                                        | N/A                                                                                                | 139,421                                              |
|                                            |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
|                                            |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
|                                            |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
|                                            |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| 3a Sub-total                               | 0                                   | 0                                                                      |                                                                                                                                             |                                                                                                    | 139,421                                              |
| b Total from continuation sheets to Part I | 0                                   | 0                                                                      |                                                                                                                                             |                                                                                                    | 0                                                    |
| c Totals (add lines 3a and 3b)             | 0                                   | 0                                                                      |                                                                                                                                             |                                                                                                    | 139,421                                              |

**Part II**

Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

| 1 | (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
|---|--------------------------|----------------------------------------------|------------|----------------------|--------------------------|---------------------------------|-----------------------------------|----------------------------------------|-------------------------------------------------------|
|   |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
|   |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
|   |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
|   |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |

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

## 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, Return by a U.S. Transferor of Property to a Foreign Corporation (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, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (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

**Supplemental Information**  
Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

[illegible]

2012

Open to Public Inspection

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.

|                                                                                     |                                                  |
|-------------------------------------------------------------------------------------|--------------------------------------------------|
| Name of the organization<br>ICLEI - LOCAL GOVERNMENTS FOR<br>SUSTAINABILITY USA INC | Employer identification number<br><br>04-3116623 |
|-------------------------------------------------------------------------------------|--------------------------------------------------|

| Identifier                             | Return Reference                       | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|----------------------------------------|----------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                        | FORM 990, PART VI, SECTION A, LINE 1   | THE BOARD DELEGATES FULL AUTHORITY TO THE EXECUTIVE COMMITTEE TO ACT ON BEHALF OF THE BOARD AS A WHOLE. THE EXECUTIVE COMMITTEE MEMBERS ARE ALSO MEMBERS OF THE BOARD AND THEIR NAMES AND TITLES ARE: 1)PATRICK HAYS, CHAIR 2)JAMES BRUGMANN, PRESIDENT 3) VALERIE BROWN, TREASURER 4)FRANK COWNIE, BOARD MEMBER 5)PEGEEN HANRAHAN, BOARD MEMBER                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|                                        | FORM 990, PART VI, SECTION A, LINE 4   | THE BYLAWS WERE EXPANDED TO CREATE AN EXECUTIVE COMMITTEE THAT OVERSEES THE OVERALL DAILY OPERATIONS OF THE ORGANIZATION AND THEN REPORTS TO THE FULL BOARD. ADDITIONALLY, A POLICY COUNCIL WAS CREATED THAT PROVIDES INPUT INTO POLICY DEVELOPMENTS AROUND THE COUNTRY THAT ADVANCE LOCAL CLIMATE ACTION PLANNING, RENEWABLE ENERGY AND ENERGY EFFICIENCY FOR LOCAL GOVERNMENTS. THE BOARD OF DIRECTORS WAS ALSO OPENED UP TO INDIVIDUALS THAT ARE NOT LOCAL ELECTED OFFICIALS, IN AN EFFORT TO EXPAND AND DIVERSIFY THE BOARD OF DIRECTORS. ADDED A PERMANENT SEAT ON THE BOARD FOR THE EXECUTIVE DIRECTOR.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
|                                        | FORM 990, PART VI, SECTION B, LINE 11  | THE STAFF REVIEWS THE PREPARED FORM 990 PRIOR TO FILING WITH THE IRS AND THE FORM IS PROVIDED TO THE BOARD MEMBERS AFTER IT IS FILED.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|                                        | FORM 990, PART VI, SECTION B, LINE 15A | THE BOARD OF DIRECTORS UNDERTAKES AN ANNUAL REVIEW OF THE EXECUTIVE DIRECTOR THAT INCLUDES BOTH STAFF AND BOARD FEEDBACK. THIS ITERATIVE PROCESS IS TIED TO COMPENSATION AND IS DOCUMENTED IN THE MINUTES.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
|                                        | FORM 990, PART VI, SECTION C, LINE 19  | THE ORGANIZATION'S GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| OTHER FEES                             | FORM 990, PART IX, LINE 11G            | TECHNICAL SERVICES: PROGRAM SERVICE EXPENSES 236,887; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 236,887. RESEARCH: PROGRAM SERVICE EXPENSES 78,508; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 78,508. WEB SUPPORT: PROGRAM SERVICE EXPENSES 6,154; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 6,154. DEVELOPMENT PROCESS DESIGN: PROGRAM SERVICE EXPENSES 1,313; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 1,313. TRANSPORTATION CONSULTING: PROGRAM SERVICE EXPENSES 28,721; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 28,721. DATABASE CONSULTING: PROGRAM SERVICE EXPENSES 11,480; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 11,480. SUSTAINABILITY CONSULTING: PROGRAM SERVICE EXPENSES 206,110; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 206,110. OUTREACH: PROGRAM SERVICE EXPENSES 213,247; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 213,247. TRANSLATION SERVICE: PROGRAM SERVICE EXPENSES 800; MANAGEMENT AND GENERAL EXPENSES 0; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 800. PAYROLL PROCESSING: PROGRAM SERVICE EXPENSES 0; MANAGEMENT AND GENERAL EXPENSES 6,328; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 6,328. IT SERVICE: PROGRAM SERVICE EXPENSES 600; MANAGEMENT AND GENERAL EXPENSES 500; FUNDRAISING EXPENSES 90; TOTAL EXPENSES 1,190. SYSTEM ADMINISTRATION: PROGRAM SERVICE EXPENSES 1,709; MANAGEMENT AND GENERAL EXPENSES 389; FUNDRAISING EXPENSES 192; TOTAL EXPENSES 2,290. MISCELLANEOUS SERVICES: PROGRAM SERVICE EXPENSES 2,961; MANAGEMENT AND GENERAL EXPENSES 180; FUNDRAISING EXPENSES 0; TOTAL EXPENSES 3,141. |
| CHANGES IN NET ASSETS OR FUND BALANCES | FORM 990, PART XI, LINE 9              | 2012 CAPITALIZE INTELLECTUAL PROPERTY 53,678; 2011 WRITE-OFF OF CONTRACTS RECEIVABLE -83,460; 2011 WRITE-OFF OF TERMINATED EMPLOYEE BENEFITS -34,058; 2011 WRITE-OFF OF ACCOUNTS PAYABLE 18,867.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |