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Return of Organization Exempt From Income Tax

2012

Department of the Treasury
Internal Revenue ServiceUnder section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)

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

Open to Public
Inspection

A For the 2012 calendar year, or tax year beginning , 2012, and ending

B Check if applicable		C American Gas Association 400 North Capitol Street, NW #450 Washington, DC 20001		D Employer Identification Number 13-0431590	
<input type="checkbox"/>	Address change			<input type="checkbox"/>	Telephone number 202-824-7255
<input type="checkbox"/>	Name change				
<input type="checkbox"/>	Initial return				
<input type="checkbox"/>	Terminated				
<input type="checkbox"/>	Amended return				
<input type="checkbox"/>	Application pending	F Name and address of principal officer Same As C Above		G Gross receipts \$ 48,803,197.	
I Tax-exempt status 501(c)(3) <input checked="" type="checkbox"/> 501(c) (6) <input type="checkbox"/> (insert no) 4947(a)(1) or 527		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
J Website: ► www.agas.org		H(b) Are all affiliates included? If 'No,' attach a list (see instructions) <input type="checkbox"/> Yes <input type="checkbox"/> No		H(c) Group exemption number ►	
K Form of organization <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ►		L Year of Formation 1971		M State of legal domicile DE	

Part I Summary

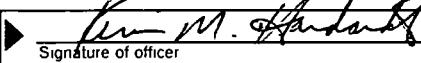
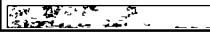
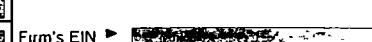
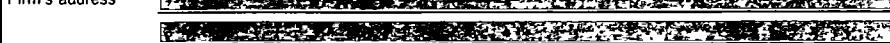
1 Briefly describe the organization's mission or most significant activities	See Schedule O	

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	38
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	30
5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	97
6 Total number of volunteers (estimate if necessary)	6	4,670
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	696,456.
b Net unrelated business taxable income from Form 990-T, line 34	7b	294,272.

Scan Activities & Governance	Revenue	Prior Year		Current Year
		8 Contributions and grants (Part VIII, line 1h)	26,558,052.	27,909,469.
Expenses	9 Program service revenue (Part VIII, line 2g)	591,286.	719,052.	
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,937,824.	1,249,975.	
Net Assets or Fund Balances	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	29,087,162.	29,878,496.	
	12 Total revenue – add lines 8 through 11 (must equal Part VIII, column (A), line 2a)	RECEIVED 11/12/2013 OGDEN, UT		
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)				
14 Benefits paid to or for members (Part IX, column (A), line 4)				
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-11d, 11f-24e)	16,115,356.	16,593,779.		
16a Professional fundraising fees (Part IX, column (A), line 11e)				
b Total fundraising expenses (Part IX, column (D), line 25) ►				
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	12,632,693.	12,415,520.		
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	28,748,049.	29,009,299.		
19 Revenue less expenses Subtract line 18 from line 12	339,113.	869,197.		
	Beginning of Current Year	End of Year		
20 Total assets (Part X, line 16)	35,299,003.	50,658,072.		
21 Total liabilities (Part X, line 26)	34,747,252.	52,841,785.		
22 Net assets or fund balances Subtract line 21 from line 20	551,751.	-2,183,713.		

Part II Signature Block

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

Sign Here	► 	11/12/2013		
	Signature of officer	Date		
Paid Preparer Use Only	► Kevin M. Hardardt	Chief Fin'l/Adm Off.		
	Type or print name and title			
Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN 
► 	Self-Prepared		<input type="checkbox"/>	
Firm's name ► 			Firm's EIN ► 	
Firm's address ► 			Phone no. 	

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

 Yes No

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

TEEA0113L 12/18/12

Form 990 (2012)

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Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III X

1 Briefly describe the organization's mission:

See Schedule O

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

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

 Yes X No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? If 'Yes,' describe these changes on Schedule O.

 Yes X No

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

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

See Schedule O

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

See Schedule O

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

See Schedule O

4d Other program services (Describe in Schedule O)

(Expenses \$

including grants of \$

See Schedule O

) (Revenue \$

)

4e Total program service expenses ►

Part IV Checklist of Required Schedules

1. Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If 'Yes,' complete Schedule A
2. Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?
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
4. **Section 501(c)(3) organizations** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If 'Yes,' complete Schedule C, Part II
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
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
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
8. Did the organization maintain collections of works of art, historical treasures, or other similar assets? If 'Yes,' complete Schedule D, Part III
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
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
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
 - 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
 - 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
 - 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
 - e. Did the organization report an amount for other liabilities in Part X, line 25? If 'Yes,' complete Schedule D, Part X
 - f. Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If 'Yes,' complete Schedule D, Part X
12. a. Did the organization obtain separate, independent audited financial statements for the tax year? If 'Yes,' complete Schedule D, Parts XI, and XII
 - 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
13. Is the organization a school described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E
14. a. Did the organization maintain an office, employees, or agents outside of the United States?
 - 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
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
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
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)
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
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
20. a. Did the organization operate one or more hospital facilities? If 'Yes,' complete Schedule H
 - b. If 'Yes' to line 20a, did the organization attach a copy of its audited financial statements to this return?

	Yes	No
1		X
2		X
3	X	
4		
5	X	
6		X
7		X
8		X
9		X
10		X
11a	X	
11b		X
11c		X
11d		X
11e	X	
11f		X
12a		X
12b	X	
13		X
14a		X
14b	X	
15		X
16		X
17		X
18		X
19		X
20		X
20b		

21. Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? If 'Yes,' complete Schedule I, Parts I and II
22. Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If 'Yes,' complete Schedule I, Parts I and III
23. Did the organization answer 'Yes' to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If 'Yes,' complete Schedule J
- 24a. Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, and that was issued after December 31, 2002? If 'Yes,' answer lines 24b through 24d and complete Schedule K. If 'No,' go to line 25
- b. Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?
- c. Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?
- d. Did the organization act as an 'on behalf of' issuer for bonds outstanding at any time during the year?
- 25a. **Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? If 'Yes,' complete Schedule L, Part I
- b. Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If 'Yes,' complete Schedule L, Part I
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? If 'Yes,' complete Schedule L, Part II
27. Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If 'Yes,' complete Schedule L, Part III
28. Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)
- a. A current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV
- b. A family member of a current or former officer, director, trustee, or key employee? If 'Yes,' complete Schedule L, Part IV
- c. An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If 'Yes,' complete Schedule L, Part IV
29. Did the organization receive more than \$25,000 in non-cash contributions? If 'Yes,' complete Schedule M
30. Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If 'Yes,' complete Schedule M
31. Did the organization liquidate, terminate, or dissolve and cease operations? If 'Yes,' complete Schedule N, Part I
32. Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If 'Yes,' complete Schedule N, Part II
33. Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If 'Yes,' complete Schedule R, Part I
34. Was the organization related to any tax-exempt or taxable entity? If 'Yes,' complete Schedule R, Parts II, III, IV, and V, line 1
- 35a. Did the organization have a controlled entity within the meaning of section 512(b)(13)?
- 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)? If 'Yes,' complete Schedule R, Part V, line 2
36. **Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? If 'Yes,' complete Schedule R, Part V, line 2
37. Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If 'Yes,' complete Schedule R, Part VI
38. Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?
- Note.** All Form 990 filers are required to complete Schedule O

	Yes	No
21		X
22		X
23	X	
24a		X
24b		
24c		
24d		
25a		
25b		
26		X
27		X
28a		X
28b		X
28c		X
29		X
30		X
31		X
32		X
33		X
34		X
35a		X
35b		X
36		
37		X
38		X

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V

	Yes	No
1 a Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1 a	43
b Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1 b	0
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1 c	X
2 a 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	2 a	97
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2 b	X
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)		
3 a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3 a	X
b If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O	3 b	X
4 a 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)?	4 a	X
b If 'Yes,' enter the name of the foreign country ► See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts		
5 a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5 a	X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5 b	X
c If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?	5 c	
6 a 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?	6 a	X
b If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6 b	X
7 Organizations that may receive deductible contributions under section 170(c).	7 a	
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?	7 b	
b If 'Yes,' did the organization notify the donor of the value of the goods or services provided?	7 c	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7 d	
d If 'Yes,' indicate the number of Forms 8282 filed during the year	7 e	
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7 f	
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7 g	
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7 h	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	8	
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	9 a	
9 Sponsoring organizations maintaining donor advised funds.	9 b	
a Did the organization make any taxable distributions under section 4966?		
b Did the organization make a distribution to a donor, donor advisor, or related person?		
10 Section 501(c)(7) organizations. Enter	10 a	
a Initiation fees and capital contributions included on Part VIII, line 12	10 b	
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11 Section 501(c)(12) organizations. Enter	11 a	
a Gross income from members or shareholders	11 b	
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
12 a Section 4947(a)(1) non - exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12 a	
b If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year	12 b	
13 Section 501(c)(29) qualified nonprofit health insurance issuers.	13 a	
a Is the organization licensed to issue qualified health plans in more than one state?		
Note. See the instructions for additional information the organization must report on Schedule O		
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13 b	
c Enter the amount of reserves on hand	13 c	
14 a Did the organization receive any payments for indoor tanning services during the tax year?	14 a	X
b If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O	14 b	

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

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

Section A. Governing Body and Management

		Yes	No
1a	38		
1b	30		
2		X	
3		X	
4		X	
5		X	
6	X		
7a	X		
7b	X		
8a	X		
8b	X		
9		X	

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

	Yes	No
10a		X
b		
11a		X
b		
12a		X
b		
c		
13		X
14		X
15		
a		
b		
If 'Yes' to line 15a or 15b, describe the process in Schedule O (See instructions)		
16a		X
b		
16b		

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed ► None
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply
- Own website Another's website Upon request Other (explain in Schedule O)
- 19 Describe in Schedule O whether (and if so, how) the organization makes its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
See Schedule O
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization
► Joseph L. Martin, Controller 400 N. Capitol St., NW Washington DC 20001 202-824-7255

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

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter '-0-' in columns (D), (E), and (F) if no compensation was paid.

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

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

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organi- zations below dotted line)	(C)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099 MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Officer	Key employee	Highest compensated	Former				
Director	Individual trustee	Institutional trustee							
(1) Lawrence T. Borgard Chairman	6 0	X	X				0.	0.	0.
(2) Ronald W. Jibson 1st Vice Chair	4 0	X	X				0.	0.	0.
(3) Gregg S. Kantor 2nd Vice Chair	2 0	X	X				0.	0.	0.
(4) John W. Somerhalder II Imed Past Chair	2 0	X					0.	0.	0.
(5) William J. Akley Director	1 0	X					0.	0.	0.
(6) Doyle N. Beneby Director	1 0	X					0.	0.	0.
(7) Kevin Burke Director	1 0	X					0.	0.	0.
(8) William N. Cantrell Director	1 0	X					0.	0.	0.
(9) Kim R. Cocklin Director	1 0	X					0.	0.	0.
(10) Randall L. Crawford Director	1 0	X					0.	0.	0.
(11) Lawrence W. Downes Ex-Officio	1 0	X					0.	0.	0.
(12) David R. Emery Director	1 0	X					0.	0.	0.
(13) William J. Fehrman Director	1 0	X					0.	0.	0.
(14) Gordon L. Gillette Director	1 0	X					0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
		or director	Individual trustee	Institutional trustee	Officer	Key employee	Highest compensated			
(15) Edward J. Graham Director	1 0	X						0.	0.	0.
(16) Kimberly Harris Director	1 0	X						0.	0.	0.
(17) Chris Hermann Director	1 0	X						0.	0.	0.
(18) Glenn R. Jennings Director	1 0	X						0.	0.	0.
(19) Christopher P. Johns Director	1 0	X						0.	0.	0.
(20) Patricia L. Kampling Director	1 0	X						0.	0.	0.
(21) Ralph A. LaRossa Director	1 0	X						0.	0.	0.
(22) Kent T. Larson Director	1 0	X						0.	0.	0.
(23) Terry D. McCallister Director	1 0	X						0.	0.	0.
(24) David M. McClanahan Director	1 0	X						0.	0.	0.
(25) Jerry Norcia Director	1 0	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								4,411,758.	0.	1,038,144.
d Total (add lines 1b and 1c)								4,411,758.	0.	1,038,144.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ► 52

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
OCE Business Services 12534 Collection Center Drive Chicago, IL 6069	Mailroom/Printing Sv	454,621.
Proof Integrated Communications P O Box 101880 Atlanta, GA 30392	AGA Magazine	316,687.
MJAC Associates 9611 Club Valley Way Raleigh, NC 27617	Mtg./Conf. Services	214,594.
Light Industries 8223 Cloverleaf Drive Millersville, MD 21108	Engineering Services	153,451.
National Journal Group P O Box 64408 Baltimore, MD 21264	Convention Services	150,000.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ► 8

Continuation Sheet for Form 990

Department of the Treasury
Internal Revenue Service

Name of the Organization

American Gas Association

Employer identification number

2012

13-0431590

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (check all that apply)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations	
		Director	Individual trustee	Institutional trustee	Officer	Key employee	Highest compensated employee			
Pierce H. Norton II	1									
Director	0	X						0.	0.	0.
Rodney O. Powell	1									
Director	0	X						0.	0.	0.
John G. Russell	1									
Director	0	X						0.	0.	0.
George A. Schreiber, Jr.	1									
Director	0	X						0.	0.	0.
Jeffrey W. Shaw	1									
Director	0	X						0.	0.	0.
Robert C. Skaggs, Jr.	1									
Director	0	X						0.	0.	0.
Thomas E. Skains	1									
Director	0	X						0.	0.	0.
David F. Smith	1									
Director	0	X						0.	0.	0.
Gary L. Sypolt	1									
Director	0	X						0.	0.	0.
James P. Torgerson	1									
Director	0	X						0.	0.	0.
John L. Walsh	1									
Director	0	X						0.	0.	0.
Craig E. White	1									
Director	0	X						0.	0.	0.
John B. Williamson	1									
Director	0	X						0.	0.	0.
Dave McCurdy	50									
President & CEO	0		X					1,379,784.	0.	362,876.
Kevin B. Belford	50									
Sr. VP & GC	0		X					347,693.	0.	167,470.
Kevin M. Hardardt	50									
CF&AO	0		X					284,007.	0.	63,434.
Gary W. Gardner	50									
VP & Secretary	0		X					254,304.	0.	71,566.
Lori S. Traweek	50									
Sr. VP & COO	0			X				390,362.	0.	46,606.
Paula Gant	50									
Sr. VP - Policy & Planning	0			X				314,062.	0.	43,750.
Christina Sames	50									
VP - Operations & Engineer	0			X				265,733.	0.	56,514.
Richard D. Shelby	50									
Sr Leg/Pol Aff Adv	0				X			287,290.	0.	88,408.

Form 990 Cont 2012

Continuation Sheet for Form 990

Department of the Treasury
Internal Revenue Service

Name of the Organization

2000-01-02

American Gas Association

Employer identification number

2012

Part VII | Continuation: Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

Part VIII Statement of Revenue. Check if Schedule O contains a response to any question in this Part VIII **CONTRIBUTIONS, GIFTS, GRANTS
AND OTHER SIMILAR AMOUNTS**

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
1 a Federated campaigns	1 a				
b Membership dues	1 b				
c Fundraising events	1 c				
d Related organizations	1 d				
e Government grants (contributions)	1 e				
f All other contributions, gifts, grants, and similar amounts not included above	1 f				
g Noncash contributions included in line 1a-1f	\$				
h Total. Add lines 1a-1f					

	Business Code				
2 a Membership Dues	900004	22,838,737.	22,838,737.		
b Meetings / Exhibit Income	900004	2,944,079.	2,944,079.		
c Drive Nat. Gas Initiative	900004	750,000.	750,000.		
d Sponsorship Income	900004	659,991.	659,991.		
e Publications Income	541800	437,403.		437,403.	
f All other program service revenue		279,259.	20,206.	259,053.	
g Total. Add lines 2a-2f		27,909,469.			

3 Investment income (including dividends, interest and other similar amounts)		514,177.		514,177.
4 Income from investment of tax-exempt bond proceeds				
5 Royalties		1,005,007.		1,005,007.

6 a Gross rents	(i) Real	(ii) Personal			
b Less rental expenses	32,592.				
c Rental income or (loss)	37,938.				
d Net rental income or (loss)	-5,346.				
g Total. Add lines 6a-6f		-5,346.			-5,346.

7 a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
b Less: cost or other basis and sales expenses	18936634.	155,004.			
c Gain or (loss)	18705591.	181,172.			
d Net gain or (loss)	231,043.	-26,168.			
g Total. Add lines 7a-7f		204,875.			204,875.

8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c)					
See Part IV, line 18	a				
b Less direct expenses	b				
c Net income or (loss) from fundraising events					

9 a Gross income from gaming activities See Part IV, line 19	a				
b Less direct expenses	b				
c Net income or (loss) from gaming activities					

10 a Gross sales of inventory, less returns and allowances	a				
b Less cost of goods sold	b				
c Net income or (loss) from sales of inventory					

Miscellaneous Revenue	Business Code				
11 a Support Svcs AmGas Fndtn	900004	151,667.	151,667.		
b Various Industry Projects	900004	70,955.	70,955.		
c Manufacturer Rebates	900004	27,692.	27,692.		
d All other revenue					
e Total. Add lines 11a-11d		250,314.			
12 Total revenue. See instructions		29,878,496.	27,463,327.	696,456.	1,718,713.

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

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII</i>	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	4,095,982.			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.			
7 Other salaries and wages	8,469,226.			
8 Pension plan accruals and contributions (include section 401(k) and section 403(b) employer contributions)	2,661,908.			
9 Other employee benefits	711,164.			
10 Payroll taxes	655,499.			
11 Fees for services (non-employees)				
a Management				
b Legal	31,030.			
c Accounting	46,235.			
d Lobbying	181,000.			
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	32,925.			
g Other (If line 11g amt exceeds 10% of line 25, column (A) amt, list line 11g expenses on Sch O)	2,194,066.			
12 Advertising and promotion	726,382.			
13 Office expenses	1,133,523.			
14 Information technology	403,792.			
15 Royalties	4,800.			
16 Occupancy	1,375,755.			
17 Travel	1,126,803.			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	3,431,382.			
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	437,850.			
23 Insurance	221,851.			
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 <u>Memberships & Contributions</u>	869,707.			
b <u>Unrelated Business Income Tax</u>	128,400.			
c <u>1120 POL Income Tax</u>	29,890.			
d <u>Employee Smart Benefit Expense</u>	21,725.			
e All other expenses	18,404.			
25 Total functional expenses. Add lines 1 through 24e	29,009,299.			
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here □ if following SOP 98-2 (ASC 958-720)				

Part X | Balance Sheet

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

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash – non-interest-bearing		1	
	2 Savings and temporary cash investments	4,342,993.	2	17,158,084.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	1,015,811.	4	2,099,735.
	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	937,268.	9	3,375,402.
	10a Land, buildings, and equipment: cost or other basis Complete Part VI of Schedule D	10a 7,126,198.		
	b Less accumulated depreciation	10b 5,234,524.	10c 1,694,724.	10c 1,891,674.
	11 Investments – publicly traded securities	27,270,907.	11	26,133,177.
	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	37,300.	15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	35,299,003.	16	50,658,072.	
LIABILITIES	17 Accounts payable and accrued expenses	2,511,575.	17	2,923,144.
	18 Grants payable		18	
	19 Deferred revenue	4,862,968.	19	19,517,335.
	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		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	27,372,709.	25	30,401,306.
	26 Total liabilities. Add lines 17 through 25	34,747,252.	26	52,841,785.
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	551,751.	27	-2,183,713.
	28 Temporarily restricted net assets		28	
	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	551,751.	33	-2,183,713.
	34 Total liabilities and net assets/fund balances	35,299,003.	34	50,658,072.

BAA

Form 990 (2012)

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	29,878,496.
2 Total expenses (must equal Part IX, column (A), line 25)	2	29,009,299.
3 Revenue less expenses Subtract line 2 from line 1	3	869,197.
4 Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	551,751.
5 Net unrealized gains (losses) on investments	5	1,179,155.
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) See Schedule O	9	-4,783,816.
10 Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	-2,183,713.

Part XII Financial Statements and ReportingCheck 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 _____		
If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	X
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		
<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
2b Were the organization's financial statements audited by an independent accountant?	2b	X
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		
<input type="checkbox"/> Separate basis <input checked="" type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
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?	2c	X
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X
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	3b	

BAA

Form 990 (2012)

SCHEDULE C
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Political Campaign and Lobbying Activities**

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

OMB No 1545-0047

2012**Open to Public
Inspection****If the organization answered 'Yes,' to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then**

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

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

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

If the organization answered 'Yes,' to Form 990, Part IV, line 5 (Proxy Tax) or Form 990-EZ, Part V, line 35a (Proxy Tax), then

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

Name of organization

American Gas Association

Employer identification number

13-0431590

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

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV See Part IV
- 2 Political expenditures ► \$ 85,500.
- 3 Volunteer hours

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

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

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

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ► \$
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ► \$ 85,500.
- 3 Total exempt function expenditures Add lines 1 and 2 Enter here and on Form 1120-POL, line 17b ► \$ 85,500.
- 4 Did the filing organization file Form 1120-POL for this year? Yes No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none, enter -0-
(1) <u>See Part IV</u>	-----			
(2)	-----			
(3)	-----			
(4)	-----			
(5)	-----			
(6)	-----			

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

Schedule C (Form 990 or 990-EZ) 2012

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

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

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

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
2 a Lobbying non-taxable amount					
b Lobbying ceiling amount (150% of line 2a, column (e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

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Schedule C (Form 990 or 990-EZ) 2012

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

For each 'Yes' response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity

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

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

- 1 Were substantially all (90% or more) dues received nondeductible by members?
- 2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?
- 3 Did the organization agree to carry over lobbying and political expenditures from the prior year?

Yes	No
1	X
2	X
3	X

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

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

1	22,838,737.
2a	681,244.
2b	-336,598.
2c	344,646.
3	1,141,937.
4	-797,291.
5	0.

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, Part II-A (affiliated group list), Part II-A, line 2, and Part II-B, line 1. Also, complete this part for any additional information

Part I-A, Line 1 - Direct and Indirect Political Campaign Activities

AGA's political campaign activities consist of contributions made to candidates for state and local office where legally permissible, contributions to other political organizations, and administrative expenses for its separate segregated fund.

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

Employer identification number

American Gas Association

13-0431590

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		

- 5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? Yes No
- 6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? Yes No

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

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

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

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

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

- 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.

- 1 a 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
 ► \$ _____

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

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

- a Public exhibition
 b Scholarly research
 c Preservation for future generations

- d Loan or exchange programs
 e Other _____

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

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

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

1 a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If 'Yes,' explain the arrangement in Part XIII and complete the following table

	Amount
1 c	
1 d	
1 e	
1 f	

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

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

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

a Board designated or quasi-endowment ► %

b Permanent endowment ► %

c Temporarily restricted endowment ► %

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

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

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

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

4 Describe 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
1 a Land				
b Buildings				
c Leasehold improvements		2,400,626.	1,451,798.	948,828.
d Equipment		2,987,719.	2,461,580.	526,139.
e Other		1,737,853.	1,321,146.	416,707.

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c)) ►

1,891,674.

BAA

Schedule D (Form 990) 2012

Part VII Investments – Other Securities. See Form 990, Part X, line 12. N/A

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total (Column (b) must equal Form 990, Part X, column (B) line 12)		

Part VIII Investments – Program Related. See Form 990, Part X, line 13. N/A

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

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

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Total. (Column (b) must equal Form 990, Part X, column (B), line 15) ►**Part X Other Liabilities.** See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) Accrued Pension	20,897,915.
(3) Appliance Stds/Certification Liab.	1,986,393.
(4) Deferred Compensation Plan	770,811.
(5) Deferred Rent / Other Liabilities	1,241,326.
(6) Post Retirement Health Benefits Liab	5,504,861.
(7)	
(8)	
(9)	
(10)	
(11)	

Total. (Column (b) must equal Form 990, Part X, column (B) line 25) ► 30,401,306.2. FIN 48 (ASC 740) Footnote In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI | Reconciliation of Revenue per Audited Financial Statements With Revenue per Return N/A

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

Part XII | Reconciliation of Expenses per Audited Financial Statements With Expenses per Return N/A

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

Part 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.

Part X - FIN 48 Footnote

The Organization believes that it has appropriate support for any tax positions

taken and therefore, does not have any uncertain tax positions that are material to

the financial statements. At a minimum, the 2008 through 2011 tax years are open for

examination by taxing authorities.

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

American Gas Association

Employer identification number

13-0431590

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

- 1 **For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other 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 its grants and other assistance outside the United States
- 3 Activities 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
(1) North America			Prog. Serv.	CGA Meeting	1,084.
(2) Europe			Prog. Serv.	Eur. Fin'l Com. Mtg	49,063.
(3) Europe			Prog. Serv.	IGU PGC D Meeting	5,933.
(4) Europe			Prog. Serv.	IGU Forum	2,271.
(5) North America			Prog. Serv.	IGU Mtg in Canada	6,140.
(6) Europe			Prog. Serv.	LNG Global Congr.	3,023.
(7) North America			Prog. Serv.	NGV Global Conf.	2,194.
(8) North America			Prog. Serv.	World Energy Forum	2,060.
East Asia and (9) the Pacific			Prog. Serv.	World Gas Conf.	92,553.
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total					164,321.
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)	0	0			164,321.

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

Schedule F (Form 990) 2012

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)
(1)									
(2)									
(3)									
(4)									
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

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 Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered 'Yes' to Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

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, *Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund* (see Instructions for Form 8621) Yes No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? If 'Yes,' the organization may be required to file Form 8865, *Return of U.S. Persons With Respect To Certain Foreign Partnerships* (see Instructions for Form 8865) Yes No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? If 'Yes,' the organization may be required to file Form 5713, *International Boycott Report* (see Instructions for Form 5713) Yes No

Part V Supplemental Information

- Complete this part to provide the information 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).

Part I, Line 3f - Method of Accounting

Part I - Line 3 Col (F) - Expenditures included in Part I are determined using the accrual method.

SCHEDULE J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

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

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization

American Gas Association

Employer identification number
13-0431590

Part I Questions Regarding Compensation

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

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

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

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

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

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

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

- a Receive a severance payment or change-of-control payment?
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?
c Participate in, or receive payment from, an equity-based compensation arrangement?

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

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

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

- a The organization?
b Any related organization?

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

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

- a The organization?
b Any related organization?

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

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

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

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

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

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

Schedule J (Form 990) 2012

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

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

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

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns(B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus and incentive compensation	(iii) Other reportable compensation				
Dave McCurdy 1 President & CEO	\$ 902,846.00	-\$ 425,000.00	-\$ 51,938.00	-\$ 348,500.00	-\$ 37,632.00	\$ 1,765,916.00	-\$ 0.00
Kevin B. Belford 2 Sr. VP & GC	\$ 259,522.00	-\$ 45,357.00	-\$ 42,814.00	-\$ 147,034.00	-\$ 24,762.00	\$ 519,489.00	-\$ 0.00
Kevin M. Hardardt 3 CF&AO	\$ 213,017.00	-\$ 45,000.00	-\$ 25,990.00	-\$ 42,997.00	-\$ 24,737.00	\$ 351,741.00	-\$ 0.00
Gary W. Gardner 4 VP & Secretary	\$ 206,391.00	-\$ 30,000.00	-\$ 17,913.00	-\$ 58,740.00	-\$ 17,030.00	\$ 330,074.00	-\$ 0.00
Lori S. Traweek 5 Sr. VP & COO	\$ 295,500.00	-\$ 65,500.00	-\$ 29,362.00	-\$ 44,106.00	-\$ 6,826.00	\$ 441,294.00	-\$ 0.00
Paula Gant 6 Sr. VP - Policy & Planning	\$ 251,822.00	-\$ 45,000.00	-\$ 17,240.00	-\$ 25,814.00	-\$ 22,262.00	\$ 362,138.00	-\$ 0.00
Christina Sames 7 VP - Operations & Engineering	\$ 215,722.00	-\$ 33,000.00	-\$ 17,011.00	-\$ 38,754.00	-\$ 20,843.00	\$ 325,330.00	-\$ 0.00
Richard D. Shelby 8 Sr. Leg/Pol. Aff. Adv	\$ 196,022.00	-\$ 33,750.00	-\$ 57,518.00	-\$ 67,972.00	-\$ 24,629.00	\$ 379,891.00	-\$ 0.00
Jason K. Rogers 9 VP - Govt. Relations	\$ 201,383.00	-\$ 30,000.00	-\$ 17,306.00	-\$ 48,982.00	-\$ 10,752.00	\$ 308,423.00	-\$ 0.00
Kathryn Clay 10 Exec. Dir. -DNGI	\$ 188,002.00	-\$ 32,900.00	-\$ 17,140.00	-\$ 6,750.00	-\$ 4,064.00	\$ 248,856.00	-\$ 0.00
Andrew K. Soto 11 Sr. MC - Reg. Aff.	\$ 178,390.00	-\$ 7,500.00	-\$ 23,703.00	-\$ 29,753.00	-\$ 3,805.00	\$ 243,151.00	-\$ 0.00
Joseph L. Martin 12 Controller	\$ 160,992.00	-\$ 8,000.00	-\$ 23,207.00	-\$ 40,475.00	-\$ 5,454.00	\$ 238,128.00	-\$ 0.00
13							
14							
15							
16							

Part III Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, for Part II. Also complete this part for any additional information.

Part III - Additional Information

Pt_1,Line_1A - First class travel - The Chairman of the Board of Directors and spouse are authorized for first class travel. The Chairman of the American Gas Association serves on a voluntary basis and contributes a significant amount of time traveling in carrying out those duties. It is therefore appropriate during the Chairman's tenure that the Association reimburse the Chairman and/or the Chairman's company for expenses incurred in the conduct of the Chairman's duties and in accordance with AGA's travel policy. The President & CEO is eligible for business class travel expenses on flights scheduled for more than 2 1/2 hours. If business class travel is not offered for a specific flight, first class travel expenses may be reimbursed.

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

Part III **Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, for Part II. Also complete this part for any additional information.

Part III - Additional Information (continued)

Pt 1, Line 4B - Dave McCurdy ----- \$341,000

Kevin B. Belford ----- 18,148

Kevin M. Hardard ----- 2,960

Lori S. Traweek ----- 11,840

Paula Gant ----- 2,800

Richard D. Shelby ----- 32,351

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

► Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization

American Gas Association

Employer identification number

13-0431590

Form 990, Part I, Line 1 - Organization's Mission

Approved by the AGA Board on 9/15/09.

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

Form 990, Part III, Line 1 - Organization Mission

Approved by the AGA Board on 9/15/09.

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

To further this mission, AGA:

Focuses on the advocacy of natural gas issues that are priorities for the membership and that are achievable in a cost effective way.

Promotes growth in the efficient use of natural gas on behalf of natural gas utilities, and the customers the industry serves, by emphasizing before a variety of audiences the attributes of natural gas as a clean, abundant, efficient and secure energy source that is recognized as part of the solution to the nation's environmental and energy efficiency goals.

Name of the organization

American Gas Association

Employer identification number

13-0431590

Form 990, Part III, Line 1 - Organization Mission

Encourages, facilitates, and assists members in sharing information designed to achieve operational excellence by improving their safety, security, reliability, efficiency, and environmental and other performance metrics; Assists members in managing and responding to customer energy needs, regulatory trends, natural gas markets, capital markets and emerging technologies; facilitates the identification of, and advocates for, regulatory constructs and business models that provide members the opportunity to remain financially viable, while allowing them to grow. Collects, analyzes and disseminates information on a timely basis to opinion leaders, policy makers and the public about the benefits provided by energy utilities and the natural gas industry.

Encourages the identification, development, demonstration and regulatory acceptance of end-use technologies that will allow energy efficient natural gas applications to successfully enter the market place.

Delivers measurable value to AGA members.

Form 990, Part III, Line 4a - Program Service Accomplishments

PUBLIC AFFAIRS.

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

Name of the organization

American Gas Association

Employer identification number

13-0431590

Form 990, Part III, Line 4a - Program Service Accomplishments

- Low Income Home Energy Assistance Program (LIHEAP): AGA's ongoing effort with Congress to obtain funding for the federal Low Income Home Energy Assistance Program resulted in final FY 2013 appropriations of \$3.3 billion. This program is essential in reducing the financial burden of those on low and fixed incomes as they provide themselves with needed basic energy services.

- Pipeline Safety Reauthorization: AGA's natural gas utility members are committed to operating their systems with the utmost safety, security and reliability. Operational excellence is our industry's highest priority, and we take seriously our responsibility to meet the need of our more than 65 million customers nationwide. In great part due to AGA's engagement, January 2012 marked an important victory when President Obama signed into law the Pipeline Safety, Regulatory Certainty and Job Creation Act. The passage of this bill is a high achievement for AGA and is a testament to AGA's ability to work with legislators regarding reasonable approaches to the natural gas issues critical to our members' success.

- Natural Gas Use: On April 13, 2012 President Obama signed an Executive Order, which affirmed the Administration's commitment to encouraging the greater use of natural gas, a position strongly supported by AGA. AGA also worked with the White House to secure a favorable outcome in the recently released fuel economy standards for light duty vehicles, which makes natural gas vehicles eligible for important manufacturing incentives for the first time.

Name of the organization

American Gas Association

Employer identification number

13-0431590

Form 990, Part III, Line 4b - Program Service Accomplishments**OPERATIONS & ENGINEERING**

The Operations and Engineering Section includes 13 technical committees whose work is overseen by a Managing Committee. These committees focus on helping natural gas utilities achieve operational excellence in the safe, reliable and efficient delivery of natural gas.

The thirteen technical committees are: 1.) Corrosion Control Committee; 2) Distribution Construction and Maintenance Committee; 3) Distribution Measurement Committee; 4) Distribution & Transmission Engineering Committee; 5) Environmental Matters Committee; 6) Gas Control Committee; 7) Natural Gas Security Committee; 8) Plastic Materials Committee; 9) Safety and Occupational Health Committee; 10) Supplemental Gas Committee; 11) Transmission Measurement Committee; 12) Underground Storage Committee; and 13) Utility and Customer Field Services Committee.

The Operations and Engineering Section provides timely and relevant information to help member companies achieve operational excellence in the safe, reliable and efficient delivery and use of natural gas. The 2012 information exchanges included:

- Best Practices Program for Distribution and Transmission: AGA's Best Practices Program is an effort to identify procedures of superior performing gas industry companies and innovative work practices that can be used to improve participants' operations. It focuses on improving the safety and efficiency of gas distribution system construction, maintenance, operation and inspection.

- Operations Safety: Conducted the sixth annual Safety Summit and other topical

Name of the organization

American Gas Association

Employer identification number

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Form 990, Part III, Line 4b - Program Service Accomplishments

safety forums and published materials to identify and promote leading safety practices. AGA also developed an Emergency Planning Resource Center with a streamlined mutual assistance program that was successfully implemented during Superstorm Sandy restoration efforts in the northeast. In addition, AGA established a Safety Information Resource Center and Safety Alert System for the sharing of industry safety information.

- The SOS Program: Allows individual members to send operational and technical related inquiries to their peers in member companies to better understand how others are addressing a particular issue/challenge. In 2012, this program facilitated 92 member company requests for operations-related information on such issues as emergency preparedness planning, fire retardant clothing requirements and LNG facility security.

- Operational Excellence: Conducted conferences, workshops, webcasts and roundtables on such topics as Distribution Integrity Management Program Implementation, transmission pipe construction and cybersecurity.

Form 990, Part III, Line 4c - Program Service Accomplishments

POLICY, PLANNING & REGULATORY AFFAIRS.

AGA's Policy, Planning and Regulatory Affairs Section work in 2012 affected: the dissemination of information and analysis of the economic and physical condition of the natural gas industry; the state and federal regulatory regimes under which natural gas utilities are directly regulated; and securing recognition of the benefits of natural gas in federal energy, environmental and emissions policies.

Name of the organization

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Form 990, Part III, Line 4c - Program Service Accomplishments

The Section's Policy Analysis Group provided a vast array of data about all aspects of the natural gas industry and collected and compiled it in ready-reference form.

Among the 2012 publications were: GAS FACTS; Preliminary Findings Concerning Natural Gas Reserves for 2011, US Natural Gas Supply and the LDC Winter Heating Season Performance Survey.

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

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

The Rate Committee has developed and maintains an annual rate fundamentals training course and textbook that is used by many member companies and regulatory agencies in their training programs. It also developed and distributed regular publications on state regulatory proceedings and decisions and general rate design principals and innovations.

In 2012, AGA continued representing the interests of its members with the FERC. For example, AGA filed comments setting forth principles that should guide FERC in how to improve coordination in gas and electric markets.

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Form 990, Part III, Line 4d - Other Program Services Description**CORPORATE AFFAIRS PROGRAMS.**

Coordinates recruitment and retention of current or potential AGA member companies; conducts outreach to the financial community to enhance their understanding of key issues affecting gas utilities and provides support services for AGA's committee meetings and conferences.

GENERAL COUNSEL PROGRAMS.

The Office of General Counsel assists member company attorneys in more effectively performing their duties, thereby helping those companies operate more efficiently. For example, AGA offers litigation alerts, legal forums and workshops, antitrust compliance programs, assistance to members in potentially precedent setting litigation, as well as, analyses and legal summaries. In addition, AGA developed the AGA FERC Manual which is a regulatory compliance guide directed at natural gas utility members.

INDUSTRY FINANCE & ADMINISTRATIVE PROGRAMS.

The Financial and Administrative group develops and implements programs in the following areas: accounting, customer service, human resources, risk management and information technology. These programs help member companies operate more efficiently. For example, in the customer service area, AGA's Data Source is the utility industry's premier tool for benchmarking customer service programs. Subjects covered include: call centers, energy assistance programs, billing and meter reading. A powerful online search engine enables members to retrieve data

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American Gas Association

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Form 990, Part III, Line 4d - Other Program Services Description

efficiently, thereby increasing employee productivity. AGA sponsors accounting

workshops and training programs on cutting edge issues facing our member companies.

In 2012, AGA conducted a successful inaugural Executive Leadership Development Program.

Form 990, Part VI, Line 1a - Explanation of Delegated Broad Authority to Committee

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

Part VI, Line 1b - The eight (8) non-independent non-compensated volunteer AGA Board members reflected in response to Part I, questions 3 and 4, and Part VI, Section A, questions 1a and 1b, are non-compensated volunteer members of the American Gas Foundation board. AGA has an agreement with the American Gas Foundation to provide it with management and administrative services.

Form 990, Part VI, Line 6 - Explanation of Classes of Members or Shareholder

The Association has five classes of members under Article III of it's Bylaws. Full members include United States gas distribution public and municipal utilities and have voting rights. Limited, Associates, International members and International Affiliates can participate on certain committees, take advantage of educational opportunities and participate in other applicable activities.

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Form 990, Part VI, Line 7a - How Members or Shareholders Elect Governing Body

The Association is a membership organization and full members nominate and elect

members of the Board of Directors (the Association's principal governing body) at the

Association's Annual Meeting.

Form 990, Part VI, Line 7b - Decisions of Governing Body Approval by Members or Shareholders

The members of the Association make certain decisions, such as, the election of the

principal governing body (Board of Directors) as outlined in the organization's

bylaws at the annual or special meetings of the Association. Special meetings may be

called by the membership to address any issues or questions.

The Association's governing bodies are active in a number of ways. The Association

members elect a Board of Directors (BOD) from the membership. Committees related

to financial oversight, compensation and governance are established by the BOD.

These include the Executive Committee, Board Finance Committee, Board Audit

Committee (CEOs, some of who have a CPA designation and public accounting

backgrounds) and Board Compensation Committee (BOD Chair, Vice Chair, 2nd Vice

Chair, and other BOD members usually with leadership roles in the Association). The

Audit Committee Chair is a member of the Board of Directors and provides regular

reports of the Audit Committee to the Board of Directors.

Form 990, Part VI, Line 11b - Form 990 Review Process

The Association's internal process for review of tax forms is extensive. For the

Form 990, the Association's Controller (also a CPA) and Assistant Controller draft the

form with input from the staff review group (SRG), composed of appropriate staff

officers and accountants. A draft 990 is then provided to the outside auditing firm,

the CEO, the Chief Financial Officer (CFO), the General Counsel and others. The

Controller then has responsibility to circulate the comments to the SRG and

incorporate appropriate corrections into the 990. The final draft is then prepared

for SRG approval and provided to the Audit Committee. The CFO reviews the 990 with

Name of the organization

American Gas Association

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Form 990, Part VI, Line 11b - Form 990 Review Process (continued)

the Audit Committee. The Audit Committee Chairman reports on this review to the Board of Directors. The 990 is provided to the Board of Directors before it is filed.

Form 990, Part VI, Line 12c - Explanation of Monitoring and Enforcement of Conflicts

The organization has new employees review and sign a statement of compliance with the conflict of interest policy at the time of hiring. All employees and Board members have a continuing duty to report any actual or potential conflict of interest in accordance with the policy and annually sign a statement of compliance.

New Board Members (NBM) attend a Board orientation session with the organization's Chairman, President, Chief Financial Officer, General Counsel and others where the Association's policies are reviewed. NBMs make a declaration of any potential conflict of interest. All Board members have a continuing duty to report any actual or potential conflict. The potential conflicts for Board members, officers, employees and others are reviewed by the Association's CEO, General Counsel, CFO and Human Resources Director and a schedule is prepared and furnished to the independent auditors and made available to the AGA Audit Committee. More detail is provided in the policy.

Form 990, Part VI, Line 15a - Compensation Review & Approval Process - CEO, Top Management

The CEO's compensation is first discussed by the Board Compensation Committee with an independent consulting firm specializing in non-profit organizations to determine the Board Compensation Committee's recommendation to the Board of Directors. The Chairman of the Board then presents the recommendations and reasons for the CEO compensation adjustment, if any, for a vote by the full Board. Contemporaneous substantiation of the deliberations, decisions and Board of Directors action is maintained in the Human Resources files and the minutes of the Compensation Committee.

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Form 990, Part VI, Line 15b - Compensation Review & Approval Process - Officers & Key Employees

The Association uses a multifaceted approach to determining compensation for it's CEO, officers and employees. This includes establishing written position descriptions, salary ranges for positions, setting position goals, providing written performance evaluations, measurement of performance, quarterly, semi-annual or annual goal review, and contemporaneous substantiations of the process. The Association's current compensation policy dated November 30, 2011 describes the process in more detail. The Association also retains an independent compensation consulting firm to advise the Board Compensation Committee and officers.

Compensation adjustments usually are recommended by supervisors and approved by managers, directors and/or officers. Adjustments must also be approved by the Human Resources Director. Officer's individual salary adjustments are recommended to the Board Compensation Committee by the CEO, must be approved by the Board Compensation committee after review, and reported to the Board of Directors.

Form 990, Part VI, Line 19 - Other Organization Documents Publicly Available

The organization makes the information available in a number of ways. The organization's governing documents, officers, board members and members are available on AGA's website (www.again.org) under "About AGA." The conflict of interest policy is also available under "About AGA."

Financial Statements are provided to the entire Board and others on a quarterly basis. Annual audited financial statements are provided to the entire membership. Financial, governance and other information can also be obtained from the Association electronically by request under "Contact Us" on the website or by mail.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

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

Name of the organization

American Gas Association

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Sec 512(b)(13) controlled entity
(1) <u>American Gas Assn: PAC C00007450</u> 400 North Capitol Street, NW Washington, DC 20001	Political Action Committee	DC	527	N/A	X	Yes No
(2) _____	_____	_____	_____	_____	_____	_____
(3) _____	_____	_____	_____	_____	_____	_____
(4) _____	_____	_____	_____	_____	_____	_____

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?	(k) Percentage ownership Yes No
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Part V Transactions With Related Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34, 35b, or 36.)**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

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

- a Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties or **(iv)** rent from a controlled entity
- b Gift, grant, or capital contribution to related organization(s)
- c Gift, grant, or capital contribution from related organization(s)
- d Loans or loan guarantees to or for related organization(s)
- e Loans or loan guarantees by related organization(s)
-
- f Dividends from related organization(s)
- g Sale of assets to related organization(s)
- h Purchase of assets from related organization(s)
- i Exchange of assets with related organization(s)
- j Lease of facilities, equipment, or other assets to related organization(s)
-
- k Lease of facilities, equipment, or other assets from related organization(s)
- l Performance of services or membership or fundraising solicitations for related organization(s)
- m Performance of services or membership or fundraising solicitations by related organization(s)
- n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)
- o Sharing of paid employees with related organization(s)
-
- p Reimbursement paid to related organization(s) for expenses
- q Reimbursement paid by related organization(s) for expenses
-
- r Other transfer of cash or property to related organization(s)
- s Other transfer of cash or property from related organization(s)

- 2 If the answer to any of the above is 'Yes,' see the instructions for information on who must complete this line, including covered relationships and transaction thresholds
- | | (a)
Name of other organization | (b)
Transaction type (a-s) | (c)
Amount involved | (d)
Method of determining amount involved |
|-----|--|--------------------------------------|-------------------------------|---|
| (1) | | | | |
| (2) | | | | |
| (3) | | | | |
| (4) | | | | |
| (5) | | | | |
| (6) | | | | |

[Part V] Unrelated Organizations Taxable as a Partnership (Complete if the organization answered 'Yes' to Form 990, Part IV, line 37.)

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners Section 501(c)(3) organizations?	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?	(i) Code V-UBI amount in box 20 of Schedule K-1 Form (1065)	(j) General or managing partner?		(k) Percentage ownership
									Yes	No	
(1)											
(2)											
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(8)											

Part VII Supplemental Information

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

Part VII - Supplemental Information

Form 990, Pt. V, Line 2 Transactions with Related Organizations

Col A - Name of Organization = American Gas Association PAC

Col B - Transaction Type = M

Col C - Amount Involved = \$0 (The total costs of sharing Facilities

etc., were less than the \$50,000 threshold).

Col D - Determination Method = N/A

Client AGA2011

American Gas Association

13-0431590

10/10/13

12 12PM

Schedule C, Part I-C, Line 5
Section 527 Political Organizations

Name	Address	FEIN	Amount Paid Fr. Internal Funds	Amount Of Pol. Contrs. Received
GASPAC	400 North Capitol St., NW Washington, DC 20001	13-0431590		25,397.
Alan Wilson for Attorney General	P.O. Box 1453 Columbia , SC 29202	32-0283672	1,000.	
Democratic Governors' Association	1401 K Street, N.W. Washington, DC 20005	52-1304889	21,000.	
Democratic Legislative Campaign Com	1401 K Street, N.W. Washington, DC 20005	52-1870839	5,000.	
GOPAC	1101 16th Street, N.W. Washington, DC 20036	52-1237780	10,000.	
Republican Governors' Association	1747 Penn. Avenue, N.W. Washington, DC 20006	52-1174414	20,000.	
Republican St. Leadership Committee	1201 F Street, N.W. Washington, DC 20004	05-0532524	27,500.	
Zoeller for Attorney General	PO Box 55763 Indianapolis, IN 46205	80-0213721	1,000.	

2012**Schedule O - Supplemental Information****Page 10****Client AGA2011****American Gas Association****13-0431590**

10/10/13

12 13PM

**Form 990, Part XI, Line 9
Other Changes In Net Assets Or Fund Balances**

Financial Accounting Standards No.158.

	\$	-4,783,816.
Total	\$	<u><u>-4,783,816.</u></u>