



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Part III

Statement of Program Service Accomplishments

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

☐

☒

1

Briefly describe the organization's mission

To inspire conservation leadership by connecting people with wildlife and nature

2

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

☐ Yes ☒ No

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

3

Did the organization cease conducting, or make significant changes in how it conducts, any program services?

☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations 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 \$ 14,938,389 including grants of \$) (Revenue \$ 3,071,641)

Center for Science and Animal Well-Being CSAW More than 2500 ambassadors of the animal kingdom provide our visitors with a rare opportunity to see species from around the globe Expert care of these ambassadors is a time-honored tradition at CZS, where innovations in husbandry techniques and pioneering breeding programs are part of the cutting edge culture of excellence Staff in the CSAW integrate disciplines such as endocrinology, population biology, behavioral science, nutrition and veterinary science to determine the best ways to provide and continuously care for the animals They also incorporate models and practices from around the world, and from an array of animal care professionals, to develop the best possible zoo-based animal care and management practices

4b

(Code) (Expenses \$ 10,046,000 including grants of \$) (Revenue \$)

Care of Buildings and Grounds The CZS maintains over 214 acres of land and 72 buildings to exhibit over 2,500 animals Guests see examples of our environmentally sound policies throughout the Zoo grounds including energy efficient cooling systems, plentiful recycling containers and clean burning natural gas vehicles

4c

(Code) (Expenses \$ 8,509,000 including grants of \$) (Revenue \$ 7,098,030)

Visitor Services Brookfield Zoo served over 2.3 million visitors in 2012, providing them with transportation, shops and restaurants In addition to motorized, narrated educational tours throughout the park, the Zoo offers strollers, wheelchairs, wagons, etc. to help visitors have a more enjoyable visit The shops make available goods which promote an interest in and understanding of the natural world and an awareness of how people around the world co-exist with the animals and the ecosystems where they live, and how choices made by humans impact the animals and the environment The restaurants allow our visitors to stay in the park for lunch and expand the time they can enjoy the park Visitor Services works closely with educators and designers to develop food packaging programs and select products which convey education and conservation related messages Visitor Services also provides opportunities for families, businesses, senior groups, social clubs, etc. to hold special outings at the park where they receive admission, special tours and interaction with zoo staff

4d

Other program services (Describe in Schedule O)

(Expenses \$ 22,167,000 including grants of \$ 236,994) (Revenue \$ 9,845,481)


















4e

Total program service expenses

55,660,389

Form 990 (2012)

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A 	1 Yes	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? 	2 Yes	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3	No
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II 	4 Yes	
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III	5	
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I 	6 Yes	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II	7	No
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III 	8 Yes	
9 Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV 	9 Yes	
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V 	10 Yes	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI. 	11a Yes	
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII	11b	No
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII	11c	No
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX	11d	No
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X 	11e Yes	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X 	11f Yes	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII 	12a Yes	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional	12b	No
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	13	No
14a Did the organization maintain an office, employees, or agents outside of the United States?	14a	No
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV 	14b Yes	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV 	15 Yes	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV 	16 Yes	
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions) 	17 Yes	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II 	18 Yes	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III 	19 Yes	
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a	No
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b	

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	Yes	
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>	24a	Yes	
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		No
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		No
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		No
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a	Yes	
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b	Yes	
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c	Yes	
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30	Yes	
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34		No
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a		No
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b		No
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	117	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	1,654	
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	Yes	
3b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.	Yes	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		No
b	If "Yes," enter the name of the foreign country: _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	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?	Yes	
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	Yes	
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	Yes	
7d	If "Yes," indicate the number of Forms 8282 filed during the year.	1	
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		No
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		No
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	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.		
13b	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.		
13c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		No
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

Part VI

Governance, Management, and Disclosure

For each "Yes" response to lines 2 through 7b below, and for a "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	52	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
1b	Enter the number of voting members included in line 1a, above, who are independent	48	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No
6	Did the organization have members or stockholders?	6	Yes
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following		
8a	The governing body?	8a	Yes
8b	Each committee with authority to act on behalf of the governing body?	8b	Yes
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9	No

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

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

Section C. Disclosure

17	List the States with which a copy of this Form 990 is required to be filed	WI , IL , FL
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. <input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> Other (explain in Schedule O)	
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year	
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization	Kenneth S Kaduk 3300 Golf Road Brookfield, IL (708) 688-8315

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

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

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

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

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

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

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

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

[illegible]

Part VII

(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
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
1b Sub-Total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							2,034,648			211,088

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year		
(A) Name and business address	(B) Description of services	(C) Compensation
Mark 1 Restoration Company 1021 Maryland Ave Dolton IL 604192225	Construction/Masonry	1,507,087
Dinosaurs Unearthed Corp 12191 Hammersmith Way Unit 2155Richmond BCCA	Special Exhibit Rental	711,826
Bulley & Andrews 1755 W Armitage Ave Chicago IL 60622	Construction/Masonry	514,335
Suburban Mailing Services Inc 2020 Swift Dr Oak Brook IL 605231578	printing and mailing services	435,869
PBA Inc , PO Box 2023 Carol Stream IL 601322023	benefits administration	428,680
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ▶49		

Part VIII

Statement of Revenue

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

				(A)	(B)	(C)	(D)	
				Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns . . .	1a					
	b	Membership dues	1b	9,273,554				
	c	Fundraising events	1c	1,659,983				
	d	Related organizations	1d					
	e	Government grants (contributions)	1e	16,929,897				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	5,288,774				
	g	Noncash contributions included in lines 1a-1f \$		2,096,680				
	h	Total. Add lines 1a-1f			33,152,208			
Program Service Revenue			Business Code					
	2a	General Admissions	900099	5,785,399	5,785,399			
	b	Memberships	900099	2,214,650	2,214,650			
	c	Visitor Services	900099	3,894,214	2,178,585	1,715,629		
	d	Admissions-Internal Attractions	900099	2,951,074	2,951,074			
	e	Visitor Parking	900099	2,303,330			2,303,330	
	f	All other program service revenue		2,278,043	2,004,323		273,720	
	g	Total. Add lines 2a-2f			19,426,710			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		1,114,237			1,114,237	
	4	Income from investment of tax-exempt bond proceeds . . .						
	5	Royalties						
	6a	(i) Real		(ii) Personal				
		16,400						
		16,400						
	d	Net rental income or (loss)		16,400			16,400	
	7a	(i) Securities		(ii) Other				
		8,372,417						
		7,609,264						
		763,153						
	d	Net gain or (loss)		763,153			763,153	
	8a	Gross income from fundraising events (not including \$ 1,659,983 of contributions reported on line 1c) See Part IV, line 18			-335,958		-335,958	
	a	405,758						
	b	Less direct expenses		741,716				
	c	Net income or (loss) from fundraising events . . .						
	9a	Gross income from gaming activities See Part IV, line 19			32,417		32,417	
	a	38,250						
	b	Less direct expenses		5,833				
c	Net income or (loss) from gaming activities . . .							
10a	Gross sales of inventory, less returns and allowances			9,273,189	3,165,492	6,107,697		
a	12,758,350							
b	Less cost of goods sold		3,485,161					
c	Net income or (loss) from sales of inventory . . .							
Miscellaneous Revenue			Business Code					
11a								
b								
c								
d	All other revenue							
e	Total. Add lines 11a-11d							
12	Total revenue. See Instructions			63,442,356	18,299,523	1,715,629	10,274,996	

Part IX

Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

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

☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) 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.	128,724	128,724		
2	Grants and other assistance to individuals in the United States. See Part IV, line 22.	10,000	10,000		
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.	98,270	98,270		
4	Benefits paid to or for members.	0			
5	Compensation of current officers, directors, trustees, and key employees.	1,451,367	553,863	397,219	500,285
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.	28,075,113	24,551,124	2,229,500	1,294,489
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	604,760	529,165	47,776	27,819
9	Other employee benefits.	4,953,624	3,946,417	670,288	336,919
10	Payroll taxes.	2,332,738	2,041,146	184,286	107,306
11	Fees for services (non-employees):				
a	Management.	0			
b	Legal.	551,937		551,937	
c	Accounting.	67,437		67,437	
d	Lobbying.	57,797	12,797	45,000	
e	Professional fundraising services. See Part IV, line 17.	117,610			117,610
f	Investment management fees.	106,157		106,157	
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	5,190,195	4,760,904	401,606	27,685
12	Advertising and promotion.	1,752,152	1,752,152		
13	Office expenses.	5,340,541	5,028,620	197,095	114,826
14	Information technology.	1,229,784	190,819	1,021,393	17,572
15	Royalties.	28,755	28,755		
16	Occupancy.	2,742,357	2,418,994	298,679	24,684
17	Travel.	216,977	174,053	13,010	29,914
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19	Conferences, conventions, and meetings.	291,961	120,721	71,748	99,492
20	Interest.	1,077,923	1,077,923		
21	Payments to affiliates.	0			
22	Depreciation, depletion, and amortization.	7,636,790	7,636,790		
23	Insurance.	419,828	64,792	355,036	
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	Revenue Bond Maintenance Fees.	350,900	350,900		
b	Provision for Income Taxes.	25,965	25,965		
c					
d					
e	All other expenses.	219,288	157,495	49,942	11,851
25	Total functional expenses. Add lines 1 through 24e.	65,078,950	55,660,389	6,708,109	2,710,452
26	Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).				

Part X

Balance Sheet

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

☐

				(A)		(B)
				Beginning of year		End of year
Assets	1	Cash—non-interest-bearing		929,687	1	881,418
	2	Savings and temporary cash investments		24,592,503	2	25,185,229
	3	Pledges and grants receivable, net		13,663,416	3	7,044,773
	4	Accounts receivable, net		396,903	4	708,901
	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		1,001,631	8	1,055,332
	9	Prepaid expenses and deferred charges		530,273	9	707,864
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a235,944,518			
	b	Less accumulated depreciation	10b104,713,553	130,791,210	10c	131,230,965
	11	Investments—publicly traded securities		37,965,000	11	44,224,000
	12	Investments—other securities See Part IV, line 11		130,000	12	
	13	Investments—program-related See Part IV, line 11			13	
	14	Intangible assets			14	
	15	Other assets See Part IV, line 11		368,377	15	358,518
	16	Total assets. Add lines 1 through 15 (must equal line 34)		210,369,000	16	211,397,000
Liabilities	17	Accounts payable and accrued expenses		5,834,091	17	5,849,935
	18	Grants payable			18	
	19	Deferred revenue		5,887,402	19	6,279,518
	20	Tax-exempt bond liabilities		37,465,000	20	37,115,000
	21	Escrow or custodial account liability Complete Part IV of Schedule D		63,020	21	60,865
	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		11,692,487	25	9,720,682
	26	Total liabilities. Add lines 17 through 25		60,942,000	26	59,026,000
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		121,729,000	27	128,492,000
	28	Temporarily restricted net assets		20,395,000	28	16,576,000
	29	Permanently restricted net assets		7,303,000	29	7,303,000
	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		149,427,000	33	152,371,000
	34	Total liabilities and net assets/fund balances		210,369,000	34	211,397,000

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	63,442,356
2	Total expenses (must equal Part IX, column (A), line 25)	2	65,078,950
3	Revenue less expenses Subtract line 2 from line 1	3	-1,636,594
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	149,427,000
5	Net unrealized gains (losses) on investments	5	2,400,738
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	2,179,856
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	152,371,000

Part XII Financial Statements and Reporting

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

		Yes	No
1	Accounting method used to prepare the Form 990 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ 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? 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	2a	No
b	Were the organization's financial statements audited by an independent accountant? 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 checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	Yes
c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	2c	Yes
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	Yes
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	Yes

SCHEDULE A
(Form 990 or 990EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2012

Open to Public Inspection

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

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

Department of the Treasury
Internal Revenue Service

Name of the organization
Chicago Zoological Society

Employer identification number
36-2167016

Part I

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

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

- 1

☐

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

☐

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

☐

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

☐

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

☐

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

☐

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

☒

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

☐

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

☐

An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10

☐

An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**
- 11

☐

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

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Non-functionally integrated
- e

☐

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

☐

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

☐

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

(i)

A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii)

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

(iii)

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

☐

Provide the following information about the supported organization(s)

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

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

Part II

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

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	19,205,470	13,524,906	13,884,261	16,910,890	17,512,055	81,037,582
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf	17,071,581	17,661,814	15,624,369	15,738,921	15,640,153	81,736,838
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	36,277,051	31,186,720	29,508,630	32,649,811	33,152,208	162,774,420
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						903,405
6 Public support. Subtract line 5 from line 4						161,871,015

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	36,277,051	31,186,720	29,508,630	32,649,811	33,152,208	162,774,420
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	1,148,318	498,907	602,399	1,089,974	1,114,237	4,453,835
9 Net income from unrelated business activities, whether or not the business is regularly carried on	39,294	20,727	24,317	74,240	121,431	280,009
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support (Add lines 7 through 10)						167,508,264
12 Gross receipts from related activities, etc. (see instructions)					12	154,443,035
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						

Section C. Computation of Public Support Percentage		
14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	96.630 %
15 Public support percentage for 2011 Schedule A, Part II, line 14	15	94.640 %
16a 33 1/3% support test—2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		
b 33 1/3% support test—2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		
17a 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		
b 10%-facts-and-circumstances test—2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		

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

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

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

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage		
15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	0 %
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	0 %
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	
19a 33 1/3% support tests—2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
b 33 1/3% support tests—2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶		

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

Facts And Circumstances Test

Explanation

SCHEDULE C

(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

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

OMB No 1545-0047

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 35c (Proxy Tax), then

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

Name of the organization Chicago Zoological Society	Employer identification number 36-2167016
--	--

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

1	Provide a description of the organization’s direct and indirect political campaign activities in Part IV	
2	Political expenditures	▶ \$
3	Volunteer hours	

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

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

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

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

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

Part II-A

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

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)															
c Total lobbying expenditures (add lines 1a and 1b)															
d Other exempt purpose expenditures															
e Total exempt purpose expenditures (add lines 1c and 1d)															
f Lobbying nontaxable amount Enter the amount from the following table in both columns															
<table><tr><td>If the amount on line 1e, column (a) or (b) is:</td><td>The lobbying nontaxable amount is:</td></tr><tr><td>Not over \$500,000</td><td>20% of the amount on line 1e</td></tr><tr><td>Over \$500,000 but not over \$1,000,000</td><td>\$100,000 plus 15% of the excess over \$500,000</td></tr><tr><td>Over \$1,000,000 but not over \$1,500,000</td><td>\$175,000 plus 10% of the excess over \$1,000,000</td></tr><tr><td>Over \$1,500,000 but not over \$17,000,000</td><td>\$225,000 plus 5% of the excess over \$1,500,000</td></tr><tr><td>Over \$17,000,000</td><td>\$1,000,000</td></tr></table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
g Grassroots nontaxable amount (enter 25% of line 1f)															
h Subtract line 1g from line 1a If zero or less, enter -0-															
i Subtract line 1f from line 1c If zero or less, enter -0-															
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		<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 on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f Grassroots lobbying expenditures					

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 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a Volunteers?	Yes		
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	Yes		
c Media advertisements?		No	
d Mailings to members, legislators, or the public?		No	
e Publications, or published or broadcast statements?		No	
f Grants to other organizations for lobbying purposes?		No	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	Yes		97,058
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		No	
i Other activities?		No	
j Total. Add lines 1c through 1i.			97,058
2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		No	
b If "Yes," enter the amount of any tax incurred under section 4912			
c If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A

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

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

Part III-B

Complete if the organization is exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) 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	1	
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	2a	
b Carryover from last year	2b	
c Total	2c	
3 Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4 If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5 Taxable amount of lobbying and political expenditures (see instructions)	5	

Part IV

Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1, Part I-B, line 4, Part I-C, line 5, 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.

Identifier	Return Reference	Explanation
II-B	1A-J	The Chicago Zoological Society is a private nonprofit organization that operates Brookfield Zoo on land owned by the Forest Preserve District of Cook County. Brookfield Zoo was created through an act of the Illinois Legislature and the Society annually receives partial funding from Cook County to maintain and operate the Zoo. Occasionally, the laws and regulations under which the Society was organized and is funded and operated require updating. The Society may advise and assist appropriate legislative bodies in this activity. It may also advocate the adoption or rejection of legislation. By virtue of a management agreement with the District, the Society is periodically called upon to advise on matters of public policy. The Society also employs certain staff and consultants to communicate with the State of Illinois, federal officials, county commissioners and other government officials, to inform those parties of the activities of the Society. Additionally, as required during the year, the Society's president and designated staff attend national and international professional group meetings and otherwise communicate with those groups on various matters, including the expression of opinions to appropriate congressional representatives, congressional committees or other deliberative bodies that influence public policy concerning species in danger of extinction, environmental management, the biological sciences and kindred subject, and federal regulatory agency activities affecting wildlife and its management. Also, as needed from time to time, the Society may contact its members, staff and volunteers to encourage them to express their views on pending legislation that may have a direct impact of the Society and its conservation programs.

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
Chicago Zoological Society

Employer identification number
36-2167016

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
2	Aggregate contributions to (during year)	456,732
3	Aggregate grants from (during year)	257,256
4	Aggregate value at end of year	2,009,126
5	Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	
	<div><input type="checkbox"/> Yes<input checked="" type="checkbox"/> No</div>	
6	Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	
	<div><input type="checkbox"/> Yes<input checked="" type="checkbox"/> No</div>	

Part II

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

1

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

☐ Preservation of land for public use (e g , recreation or education)

☐ Preservation of an historically important land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2

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

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

3

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

4

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

5

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

☐ Yes☐ No

6

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

7

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

8

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

☐ Yes☐ No

9

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

Part III

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

1a

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

b

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

(i)

Revenues included in Form 990, Part VIII, line 1

▶ \$

(ii)

Assets included in Form 990, Part X

▶ \$

2

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

a

Revenues included in Form 990, Part VIII, line 1

▶ \$

b

Assets included in Form 990, Part X

▶ \$

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

Cat No 52283D

Schedule D (Form 990) 2012

Part III

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

- 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

d

☒ Loan or exchange programs

b

☒ Scholarly research

e

☐ Other

c

☒ Preservation for future generations
- 4

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

- 1a

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

☐ Yes

☒ No
- b

If "Yes," explain the arrangement in Part XIII and complete the following table
- | | |
|----|--------|
| | Amount |
| 1c | |
| 1d | |
| 1e | |
| 1f | |

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance
- 2a

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

☒ Yes

☐ No
- b

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

☒

Part V

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

	(a)Current year	(b)Prior year	b (c)Two years back	(d)Three years back	(e)Four years back
1a Beginning of year balance	15,199,000	15,750,000	14,012,000	11,708,000	16,350,000
b Contributions	316,000	325,000	412,000	344,000	672,000
c Net investment earnings, gains, and losses	2,193,000	-390,000	2,092,000	2,586,000	-4,748,000
d Grants or scholarships					
e Other expenditures for facilities and programs	664,000	454,000	689,000	521,000	469,000
f Administrative expenses	33,000	32,000	77,000	105,000	97,000
g End of year balance	17,011,000	15,199,000	15,750,000	14,012,000	11,708,000

- 2

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

Board designated or quasi-endowment

28 000 %

b

Permanent endowment

43 000 %

c

Temporarily restricted endowment

29 000 %
- The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a

Are there endowment funds not in the possession of the organization that are held and administered for the organization by
- (i) unrelated organizations

3a(i)

Yes

No

(ii) related organizations

3a(ii)

No
- b

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

3b
- 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
1a Land				
b Buildings				
c Leasehold improvements		226,722,091	99,910,217	126,811,874
d Equipment		6,244,828	4,803,336	1,441,492
e Other		2,977,599		2,977,599
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				131,230,965

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return				
1	Total revenue, gains, and other support per audited financial statements		1	70,134,000
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains on investments	2a	2,400,738	
b	Donated services and use of facilities	2b	75,485	
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	2,476,223
3	Subtract line 2e from line 1		3	67,657,777
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	19,018	
b	Other (Describe in Part XIII)	4b	-4,234,439	
c	Add lines 4a and 4b		4c	-4,215,421
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)		5	63,442,356
Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return				
1	Total expenses and losses per audited financial statements		1	68,967,000
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
a	Donated services and use of facilities	2a	75,485	
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d	3,831,583	
e	Add lines 2a through 2d		2e	3,907,068
3	Subtract line 2e from line 1		3	65,059,932
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	19,018	
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	19,018
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)		5	65,078,950
Part XIII Supplemental Information				

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

Identifier	Return Reference	Explanation
I	5 and 6	The Society does not maintain any donor advised funds Other Funds consist of the Chicago Board of Trade Endangered Species Fund and the CZS Womens Board Fund Contributions to these funds come from donors as well as proceeds from fundraising events and investment income Grants are decided by committees as described in Schedule I At times, donors who have given money to the fund may also sit on the granting committee but no one donor may decide on the grant awards All grants awarded must follow the guidelines and processes established by CZS CZS Board of Trustees has final approval of all Chicago Board of Trade Endangered Species Fund Committee recommended grant awards CZS Management has final approval of all CZS Womens Board recommended grant awards
III	1A	Animal Collections, which were acquired through breeding loans, purchases and contributions, are not recognized as assets on the Statement of Financial Position Costs to acquire collection items are recorded as decreases in unrestricted net assets in the year in which the animals are acquired Proceeds from deaccessions are reflected as increases in the appropriate net asset class The Societys animal collection consists of specimens with numerous attributes including taxonomic group, age, sex, relationship and value to other animals, endangered status and breeding potential The Society retains a record of every animal in a permanent file An inventory of the collection is prepared annually Professionally trained keeper staff and population managers provide daily care for the collection and determine population needs
III	4	The more than 2500 ambassadors of the animal kingdom which make up the CZS collection provide our visitors a rare opportunity to see species from around the globe The collection, in connection with our education programs, provides CZS the opportunity to teach guests about animals and nature, conservation and other related topics
IV	2B	CZS acts as fiscal agent for certain subgroups of the AZA Species Survival Plan Groups, Taxon Advisory Groups, Strategic Action Groups or other similar groups where the current chair of the group is a CZS employee The funds are tracked separately on CZS books as an offsetting asset and liability Funds expended from these accounts are subject to the same policies as other CZS expenses If the Chair of the group changes or moves to another institution, the funds are transferred to that institution
V	4	The Societys endowment consists of 11 different funds established to support a variety of CZS programs including conservation and research, education and outreach, care of the animal collection and grounds, and general operations Additionally, the Society is the designated beneficiary of the interest income on a 1 million endowment established and maintained by the Chicago Community Trust The CCT maintains variance power over this endowment and, accordingly, the Society has not included it in its financial statements
VI	1A -E	The Society operates a zoological park on land owned by the Forest Preserve District of Cook County, IL which is provided to the Society at no charge The land site of the Zoo, accordingly, is not recorded on the Societys financial statements All park improvements acquired by the Society are legally owned by the District All park improvements acquired by the Society, including those acquired with District funds, are recorded as park improvements on the Societys financial statements The amount in Other represents construction in progress on capital assets Once a capital asset is complete and in use, the total amount for that project is closed out of construction in progress and transferred to park improvements
X	2	The Societys application of accounting principles generally accepted in the United States of America GAAP regarding uncertain tax positions had no effect on its financial position as management believes the Society has no material unrecognized income tax benefits, including any potential risk of loss of its not-for-profit status The Society would account for any potential interest or penalties related to possible future liabilities for unrecognized income tax benefits as income tax expense The Society is no longer subject to examination by federal, state, or local tax authorities for periods before 2009
XI	4b	Other Adjustments - Cost of Sales of Inventory -3,485,161, fundraising event expense -741,716, raffle expense -5,833, Rounding and Misc adjustments -1,729
XII	2d	Other Adjustments - Cost of Sales of Inventory 3,485,161, change in market value of swap agreements -400,888, fundraising event expense 741,716, raffle expense 5,833, Rounding and Misc adjustments -239

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
Chicago Zoological Society

Employer identification number
36-2167016

Part I

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

1

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

☒ Yes

☐ No

2

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

3

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

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e g , fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
Central America and the Caribbean			grants to recipients for work in the region		8,000
East Asia and the Pacific			program services	attend conservation related conferences	18,158
East Asia and the Pacific			program services	conservation research fieldwork	3,250
Europe			program services	attend conservation related conferences	9,216
Europe			grants to recipients for work in the region		5,000
Europe			program services	membership in conservation organization	12,593
North America			program services	attend conservation related conferences	2,353
North America			program services	conservation research field work	2,027
South America			fundraising	observe conservation field work	1,239
South America			program services	conservation research field work	13,936
South America			program services	membership in conservation organization	550
South America			grants given to recipients for work in the region		38,500
South Asia			grants given to recipients for work in the region		5,000
Sub-Saharan Africa			program services	conservation education fieldwork	5,706
Sub-Saharan Africa			grants given to recipients for work in the region		41,770
3a Sub-total					167,298
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)					167,298

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)
			Sub-Saharan Africa	Conservation Research fieldwork	34,970	wire transfers			
			South America	Conservation Research fieldwork	15,000	checks			

- 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 ▶
- 2
- 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)
Conservation research fieldwork	Central America and the Caribbean	1	5,000	wire transfer			
Conservation research fieldwork	Sub-Saharan Africa	1	4,800	wire transfer			
Conservation research fieldwork	South Asia	1	5,000	wire transfer			
Conservation research fieldwork	South America	3	11,000	wire transfers			

Part IV Foreign Forms

- 1

Was the organization a U S transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)*

☐ Yes

☒ No
- 2

Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)*

☐ Yes

☒ No
- 3

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

☐ Yes

☒ No
- 4

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

☐ Yes

☒ No
- 5

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

☐ Yes

☒ No
- 6

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

☐ Yes

☒ No

Supplemental Information

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

[illegible]

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding
Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a. Form 990-EZ filers are not required to complete this part.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
Chicago Zoological Society

Employer identification number
36-2167016

Part I Fundraising Activities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 17.

1

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

a

☒

Mail solicitations

e

☒

Solicitation of non-government grants

b

☒

Internet and email solicitations

f

☒

Solicitation of government grants

c

☒

Phone solicitations

g

☒

Special fundraising events

d

☒

In-person solicitations

2a

Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

☒ Yes ☐ No

b

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Patricia Hurley and Assoc 205 W Wacker Dr Suite 1400 Chicago, IL 60606	Consulting-fundraising dinners		No	1,699,521	117,610	1,581,911
Total ▶				1,699,521	117,610	1,581,911

3

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

FL, IL, IN, WI

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

Revenue			(a) Event #1	(b) Event #2	(c) Other events	(d) Total events	
			<u>Whirl Gala</u>	<u>Conservation Award</u>	<u>3</u>	(add col (a) through	
			(event type)	<u>Dinner</u>	(total number)	col (c))	
1	Gross receipts	. . .	1,297,886	401,635	366,220	2,065,741	
2	Less Contributions	. .	1,102,936	373,860	183,187	1,659,983	
3	Gross income (line 1 minus line 2)	. . .	194,950	27,775	183,033	405,758	
Direct Expenses	4	Cash prizes	. . .				
	5	Noncash prizes	. .		3,385	3,385	
	6	Rent/facility costs	. .	137,574	8,026		145,600
	7	Food and beverages	.	77,314	35,374	30,090	142,778
	8	Entertainment	. . .	10,000	15,000	3,750	28,750
	9	Other direct expenses	.	208,328	57,165	155,710	421,203
	10	Direct expense summary Add lines 4 through 9 in column (d) ▶					(741,716)
	11	Net income summary Combine line 3, column (d), and line 10 ▶					-335,958

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1	Gross revenue		38,250	38,250
Direct Expenses	2	Cash prizes			
	3	Non-cash prizes		5,783	5,783
	4	Rent/facility costs			
	5	Other direct expenses . . .		50	50
	6	Volunteer labor	<div><input type="checkbox"/> Yes</div> <div><input type="checkbox"/> No</div>	<div><input checked="" type="checkbox"/> Yes 80 000 %</div> <div><input type="checkbox"/> No</div>	
	7	Direct expense summary Add lines 2 through 5 in column (d) ▶			5,833
	8	Net gaming income summary Combine lines 1 and 7 in column (d) ▶			32,417

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

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

b If "No," explain

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

b If "Yes," explain

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

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

13	Indicate the percentage of gaming activity operated in		
a	The organization's facility	13a	100.000 %
b	An outside facility	13b	

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

Name ▶ Heather Bilcer CZS Controller

Address ▶ 3300 Golf Road
Brookfield, IL 60513

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

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ and the amount of gaming revenue retained by the third party ▶ \$

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

Name ▶

Address ▶

16 Gaming manager information

Name ▶ C Zeigler

Gaming manager compensation ▶ \$ 615

Description of services provided ▶ As Sr VP Advancement , Ms. Zeigler spent a small amt of her time supervising the raffle

☐ Director/officer ☒ Employee ☐ Independent contractor

17 Mandatory distributions

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

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

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

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

**Grants and Other Assistance to Organizations,
Governments and Individuals in the United States**
Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990

2012

Open to Public Inspection

Name of the organization
Chicago Zoological Society

Employer identification number

36-2167016

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II **Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

[illegible]

- | | | |
|----------|---|----------|
| 2 | Enter total number of section 501(c)(3) and government organizations listed in the line 1 table | 3 |
| 3 | Enter total number of other organizations listed in the line 1 table | |

Part III

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

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance
(1) Educ Scholarship for Conservation Science Studies	4	10,000			

Part IV

Supplemental Information.

Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information

Identifier	Return Reference	Explanation
I	2	CZS awards grants and assistance through a variety of programs. For awards under the CBT ESF program, as well as general contributions to major conservation organizations, see details in Schedule F, part V. CZS also provides grants and assistance through its educational scholarship programs and bus stipends programs. CZS maintains records to substantiate amounts, eligibility and selection criteria. Procedures are in place to monitor grants to ensure they are used for proper purposes including, where applicable, periodic reporting by the grantee.

Schedule J (Form 990) <div>Department of the Treasury Internal Revenue Service</div>	<div>Compensation Information</div> <div>For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees</div> <div>▶ Complete if the organization answered "Yes" to Form 990, Part IV, question 23.</div> <div>▶ Attach to Form 990. ▶ See separate instructions.</div>	OMB No 1545-0047
		2012
		Open to Public Inspection

Name of the organization Chicago Zoological Society	Employer identification number 36-2167016
--	--

Part I	Questions Regarding Compensation		Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items			
	<div><input type="checkbox"/> First-class or charter travel</div> <div><input checked="" type="checkbox"/> Housing allowance or residence for personal use</div> <div><input type="checkbox"/> Travel for companions</div> <div><input type="checkbox"/> Payments for business use of personal residence</div> <div><input checked="" type="checkbox"/> Tax idemnification and gross-up payments</div> <div><input type="checkbox"/> Health or social club dues or initiation fees</div> <div><input type="checkbox"/> Discretionary spending account</div> <div><input type="checkbox"/> Personal services (e g , maid, chauffeur, chef)</div>			
b	If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b	Yes	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2	Yes	
3	Indicate which, if any, of the following the 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			
	<div><input checked="" type="checkbox"/> Compensation committee</div> <div><input type="checkbox"/> Written employment contract</div> <div><input checked="" type="checkbox"/> Independent compensation consultant</div> <div><input checked="" type="checkbox"/> Compensation survey or study</div> <div><input checked="" type="checkbox"/> Form 990 of other organizations</div> <div><input checked="" type="checkbox"/> Approval by the board or compensation committee</div>			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization			
a	Receive a severance payment or change-of-control payment?	4a		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	Yes	
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		No
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III			
	Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	5a		No
b	Any related organization?	5b		No
	If "Yes," to line 5a or 5b, describe in Part III			
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of			
a	The organization?	6a		No
b	Any related organization?	6b		No
	If "Yes," to line 6a or 6b, describe in Part III			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7		No
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III	8		No
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		

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

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

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

(A) Name 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 & incentive compensation	(iii) Other reportable compensation				
(1)Stuart D Strahl PhD President and CEO	(i) (ii)	377,490		46,177	65,926	21,797	511,390	
(2)Cindy Zeigler Sr VP Institutional Advancement	(i) (ii)	256,045	15,000		4,085	20,599	295,729	
(3)Kenneth S Kaduk Sr VP Finance and Admin	(i) (ii)	208,380	15,000	939	5,417	14,066	243,802	
(4)Dr Alejandro Grajal Sr VP Conservation, Educ and Training	(i) (ii)	192,490		2,999	3,935	19,587	219,011	
(5)Frank W Zeigler Sr VP Collections and Animal Care	(i) (ii)	174,989		3,193	2,787	466	181,435	
(6)Sarah Breen- Bartecki VP Conservation Funding Initiatives	(i) (ii)	171,909		1,423	4,882	6,496	184,710	
(7)Matthew Mayer VP Govt Affairs	(i) (ii)	159,028		625	3,041	6,354	169,048	
(8)Jerome Johnston VP Guest Services Operations	(i) (ii)	136,500		6,903	3,724	6,442	153,569	
(9)Sandra Dornhecker VP Human Resources	(i) (ii)	131,119		6,784	4,029	13,237	155,169	

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, and for Part II. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
I	1A	As provided for in the executive employment agreement approved by the Board of Trustees, the President received a housing allowance and a gross up payment equivalent to the tax obligation for the value of Society provided life insurance. Both were treated as taxable compensation to the President.
I	4B	As provided for in the CZS Deferred Compensation Plan and as approved by the Board of Trustees a deferred contribution was made to the Plan on behalf of the President in the amount of 58,426.

Software ID: 12000057

Software Version: 12.18.605.2

EIN: 36-2167016

Name: Chicago Zoological Society

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

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
Stuart D Strahl PhD	(i) (ii)	377,490		46,177	65,926	21,797	511,390	
Cindy Zeigler	(i) (ii)	256,045	15,000		4,085	20,599	295,729	
Kenneth S Kaduk	(i) (ii)	208,380	15,000	939	5,417	14,066	243,802	
Dr Alejandro Grajal	(i) (ii)	192,490		2,999	3,935	19,587	219,011	
Frank W Zeigler	(i) (ii)	174,989		3,193	2,787	466	181,435	
Sarah Breen-Bartecki	(i) (ii)	171,909		1,423	4,882	6,496	184,710	
Matthew Mayer	(i) (ii)	159,028		625	3,041	6,354	169,048	
Jerome Johnston	(i) (ii)	136,500		6,903	3,724	6,442	153,569	
Sandra Dornhecker	(i) (ii)	131,119		6,784	4,029	13,237	155,169	

Schedule K
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization
Chicago Zoological Society

Supplemental Information on Tax Exempt Bonds

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Employer identification number
36-2167016

Part I

Bond Issues

(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pool financing	
						Yes	No	Yes	No	Yes	No
A Village of Brookfield Cook County IL	36-6005807	112732AAO	06-18-2008	39,850,000	Construction and renovation of certain buildings and exhibits		X		X		X
B Village of Brookfield Cook County IL	36-6005807	00000NONE	12-22-2005	3,530,000	Refinance of remaining series 1995A Bonds		X		X		X

Part II

Proceeds

1	Amount of bonds retired	A		B		C		D	
		9,130,000							
2	Amount of bonds legally defeased								
3	Total proceeds of issue	39,850,000		3,530,000					
4	Gross proceeds in reserve funds								
5	Capitalized interest from proceeds	595,445							
6	Proceeds in refunding escrows								
7	Issuance costs from proceeds	296,598		70,600					
8	Credit enhancement from proceeds								
9	Working capital expenditures from proceeds	872		872					
10	Capital expenditures from proceeds	30,539,559							
11	Other spent proceeds	3,458,528		3,458,528					
12	Other unspent proceeds								
13	Year of substantial completion	2010		1998		YesNoYesNo			
		Yes	No	Yes	No				
14	Were the bonds issued as part of a current refunding issue?		X	X					
15	Were the bonds issued as part of an advance refunding issue?		X		X				
16	Has the final allocation of proceeds been made?	X		X					
17	Does the organization maintain adequate books and records to support the final allocation of proceeds?	X		X					

Part III

Private Business Use

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds?		X						
2	Are there any lease arrangements that may result in private business use of bond-financed property?		X						

Part III Private Business Use (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
3a	Are there any management or service contracts that may result in private business use of bond-financed property?		X						
b	If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property?								
c	Are there any research agreements that may result in private business use of bond-financed property?		X						
d	If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property?								
4	Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government	%		%		%		%	
5	Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government	0%		%		%		%	
6	Total of lines 4 and 5	0%		%		%		%	
7	Does the bond issue meet the private security or payment test?		X						
8a	Has there been a sale or disposition of any of the bond financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued?		X						
b	If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of	%		%		%		%	
c	If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2?								
9	Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2?	X							

Part IV Arbitrage

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has the issuer filed Form 8038-T?		X		X				
2	If "No" to line 1, did the following apply?								
a	Rebate not due yet?								
b	Exception to rebate?	X		X					
c	No rebate due?	X							
	If you checked "No rebate due" in line 2c, provide in Part VI the date the rebate computation was performed								
3	Is the bond issue a variable rate issue?	X		X					
4a	Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue?	X		X					
b	Name of provider	The Northern Trust Co		The Northern Trust Co					
c	Term of hedge	0000000007 000000000000		0000000004 900000000000					
d	Was the hedge superintegrated?		X		X				
e	Was a hedge terminated?		X		X				

Part IV

Arbitrage (Continued)

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
5a	Were gross proceeds invested in a guaranteed investment contract (GIC)?		X		X				
b	Name of provider								
c	Term of GIC								
d	Was the regulatory safe harbor for establishing the fair market value of the GIC satisfied?								
6	Were any gross proceeds invested beyond an available temporary period?		X		X				
7	Has the organization established written procedures to monitor the requirements of section 148?	X		X					

Part V

Procedures To Undertake Corrective Action

		A		B		C		D	
		Yes	No	Yes	No	Yes	No	Yes	No
1	Has the organization established written procedures to ensure that violations of federal tax requirements are timely identified and corrected through the voluntary closing agreement program if self-remediation is not available under applicable regulations?	X		X					

Part VI

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

Identifier	Return Reference	Explanation
II	11A	Some proceeds of the bonds were used to retire a portion of the bonds as reported in Part II, Line 1A
IV	2c, column A	The rebate calculation was performed by in independent rebate consultant in March 2013 indicating no rebate was due
IV	2b, Column B	This was a current refunding issue in which all proceeds were spent within 6 months
IV	4a, Column B	This interest rate swap agreement matured in December 2010

Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons

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

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization
Chicago Zoological Society

Employer identification number

36-2167016

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?	
				Yes	No

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

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

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a, or Form 990, Part IV, line 26, or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

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

Part III Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance

Part IV Business Transactions Involving Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) Freeborn & Peters LLP	Secretary of the Board Randall G Vickery serves as a Partner	417,239	legal services		No
(2) The Northern Trust Co	Trustee Arthur J Fogel serves as Executive VP/Managing Director	435,836	Banking, investment and LC services		No
(3) Primera Engineers Limited	Trustee Michael F DeSantiago serves as President/Co-owner	245,736	Engineering and Construction Mgt services		No
(4) Cindy Zeigler	Family Member of Key employee	295,729	employment		No
(5) Frank W Zeigler	Family Member of Key employee	181,435	employment		No

Part V Supplemental Information

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

Identifier	Return Reference	Explanation
IV	1	During 2012, the Society used Freeborn Peters LLP for legal services Secretary of the Board Randall G Vickery serves as a Partner of Freeborn Peters This transaction followed the Societys established procurement policy and rates are competitive with market rates
IV	2	During 2012, the Society used The Northern Trust Company for banking, investment and letter of credit services Trustee Arthur J Fogel serves as an Executive VP and Managing Partner at Northern Trust This transaction followed the Societys established procurement policy and rates are competitive with market rates
IV	3	During 2012, the Society used Primera Engineers Limited for engineering and construction management services Trustee Michael F DeSantiago is President and Co-owner of Primera This transaction followed the Societys established procurement policy and rates are competitive with market rates
IV	4	During 2012, Cindy Zeigler was employed as Sr VP of Institutional Advancement She is a family member of key employee Frank W Zeigler Her employment follows the Societys established recruiting, hiring and compensation policies
IV	5	During 2012, Frank W Zeigler was employed as Sr VP Collection and Animal Care He is a family member of key employee Cindy Zeigler His employment follows the Societys established recruiting, hiring and compensation policies

SCHEDULE M
(Form 990)

Noncash Contributions

OMB No 1545-0047

2012

Open to Public Inspection

►Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
► Attach to Form 990.

Name of the organization
Chicago Zoological Society

Employer identification number
36-2167016

Part I

Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts		
1 Art—Works of art	X	2	4,625	cost or selling price		
2 Art—Historical treasures						
3 Art—Fractional interests						
4 Books and publications	X		72	cost or selling price		
5 Clothing and household goods						
6 Cars and other vehicles						
7 Boats and planes						
8 Intellectual property						
9 Securities—Publicly traded	X	19	1,244,561	price of stock on gift date		
10 Securities—Closely held stock						
11 Securities—Partnership, LLC, or trust interests						
12 Securities—Miscellaneous						
13 Qualified conservation contribution—Historic structures						
14 Qualified conservation contribution—Other						
15 Real estate—Residential						
16 Real estate—Commercial						
17 Real estate—Other						
18 Collectibles	X	1	8,947	appraisal		
19 Food inventory	X	11	15,746	cost or selling price		
20 Drugs and medical supplies	X	1	5,113	cost or selling price		
21 Taxidermy						
22 Historical artifacts						
23 Scientific specimens	X	93				
24 Archeological artifacts						
25 Other ► (<u>Supplies</u>) charity fundraiser	X	47	698,356	cost or selling price		
26 Other ► (<u>supplies</u>) charity	X	10	23,923	cost or selling price		
27 Other ► (<u>auction items</u>) charity raffle	X	66	89,554	cost or selling price		
28 Other ► (<u>items</u>)	X	5	5,783	cost or selling price		
29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement			29			
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?					Yes	No
b If "Yes," describe the arrangement in Part II						
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?				31	Yes	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?				32a		No
b If "Yes," describe in Part II						
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II						

Part II

Supplemental Information. Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

Identifier	Return Reference	Explanation
I	33	Securities Current year contributions of stock which represent payments on pledges recorded as contributions in a previous year are not included in the revenue shown on Form 990, Part VIII, Line 1g
I	33	Collection Items/Scientific Specimens A zero amount was reported on Form 990, Part VIII, Line 1g because the Society does not capitalize its collection, as allowed under SFAS 116

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No 1545-0047

2012

**Open to Public
Inspection**

Name of the organization Chicago Zoological Society	Employer identification number 36-2167016
--	---

Identifier	Return Reference	Explanation
		Form 990, Part III, Line 4d Program Service Expenses 6,790,000, Grants and allocations 236,994, Revenue 764,313 Center for Conservation Leadership CCL Through its many conservation and education programs, CZS communicates with others to engender in them a sense of ownership about living harmoniously with nature and helping save endangered species Education specialists, curators, graphic and exhibit designers, photographers and many others contribute to sharing this information with visitors As well as reaching the 2.3 million visitors, CZS engages would be conservationists outside of the Zoo including classrooms of school children, teachers and community leaders Additionally through field programs, CZS supports efforts to protect and restore populations of threatened species in other parts of the world The CCL strengthens the bridge between education and conservation, between field research and the animals in our care

Identifier	Return Reference	Explanation
		Form 990, Part III, Line 4d Program Service Expenses 3,132,000, Grants and allocations 0, Revenue 5,785,399 Admissions and Parking In the course of a year, over 2.3 million visitors enjoy the experience of seeing and learning about the animals of the world. Each individual that enters Brookfield Zoo's gates represents an opportunity, a chance to introduce representatives of the wild world, to convey our intertwined connections to the animal kingdom, and to encourage positive change in the world. The Brookfield Zoo is open every day of the year. Admission is free to the general public 52 days each year and at all times to Illinois school groups and to military personnel. On certain days throughout the summer, extended hours are offered to be more accessible to a more diverse audience.

Identifier	Return Reference	Explanation
		Form 990, Part III, Line 4d Program Service Expenses 1,296,000, Grants and allocations 0, Revenue 2,281,057 Membership The membership program services our 113,000 member households, providing them with the opportunity to participate in the conservation and educational efforts of CZS. Member services fulfill new and renewing memberships, answers member questions at locations throughout the park and via telephone and provides educational member Animal updates via email. Members receive unlimited free admission, free or discounted parking and in-park attraction admissions and discounts on food and educational classes.

Identifier	Return Reference	Explanation
		Form 990, Part III, Line 4d Program Service Expenses 3,312,000, Grants and allocations 0, Revenue 1,014,712 Marketing and Public Relations CZSs marketing and public relations draws thousands of visitors throughout the year to discover, celebrate and help conserve natures gifts Through production of seasonal themed events such as Holiday Magic, Creatures of the Night and Boo at the Zoo, CZS attracts attendance and exposes a wider audience to our mission Through celebratory events including World Oceans Day, Party for the Planet, Ape Awareness Month and Bear Awareness Weekend, CZS inspires conservation leadership Through outreach programming to local communities and organizations, CZS reaches out to those who may not have an opportunity to visit the zoo otherwise Additionally, CZS produces two complementary websites CZS org is devoted to in-depth discussion of conservation issues designed to inspire conservation leadership in our guests brookfieldzoo org acquaints future and past visitors with the many exhibits within the Zoo, upcoming special events and visit planning tools

Identifier	Return Reference	Explanation
		Form 990, Part III, Line 4d Program Service Expenses 7,637,000, Grants and allocations 0, Revenue 0 Depreciation Depreciation on the Zoos 236 million in buildings and equipment, including animal exhibits, animal care facilities, education spaces, shops and restaurants

Identifier	Return Reference	Explanation
		Form 990 Part VI Section A Line 1A The fiscal, general oversight, and policies of the Society are vested in a Board of not more than 58 Trustees As of December 31, 2012, there were 51 voting Trustess The elected Officers of the Board, the chairs of the standing committees and such other Trustees as may be appointed by the Chairman constitute the Executive Committee The Executive Committee has the power to transact all regular business of the Society during the period between the regular Board meetings

Identifier	Return Reference	Explanation
		Form 990 Part VI Section A Line 2 Corwith Hamill, Honorary Chairman of the Board of Trustees and Elizabeth Hamill Bramsen, Vice-Chairman of the Board - Family Relationship Cindy Zeigler, Key Employee and Frank Zeigler, Key Employee - Family Relationship

Identifier	Return Reference	Explanation
		Form 990 Part VI Section A Line 6 The membership of the Society is composed of up to 250 Governing Members Up to 55 of the 58 Board of Trustees are elected by the Governing Members at their annual meeting Governing Members are also eligible for appointment by the Societys Chairman to serve on Board committees other than the Exectuive Committee Governing Members are chosen by the Nominating Committee of the Board of Trustees and voted on by the full Board of Trustees

Identifier	Return Reference	Explanation
		Form 990 Part VI Section A Line 7A The membership of the Society is composed of up to 250 Governing Members Up to 55 of the 58 Board of Trustees are elected by the Governing Members at their annual meeting Governing Members are also eligible for appointment by the Societys Chairman to serve on the Board committees other than the Executive Committee Governing Members are chosen by the Nominating Committee of the Board of Trustees and voted on by the full Board of Trustees

Identifier	Return Reference	Explanation
		Form 990 Part VI Section B Line 11B The IRS Form 990 is prepared by Societys management and reviewed and signed by the Societys tax advisor The Form 990 is also reviewed by the Audit Committee of the Board of Trustees A copy of the entire final version of the form is also made available to the Board of Trustees prior to filing with the IRS

Identifier	Return Reference	Explanation
		Form 990 Part VI Section B Line 12C Annually, a conflict of interest form is sent out to all members of the Board of Trustess, Key Employees and any employee with purchasing authority. The form covers potential conflicts through financial interests, use of Society services, privileged information and representation of Society interests. It also covers specific disclosures required by the IRS Form 990 and the Illinois AG990IL. Board of Trustees responses are reviewed by the Secretary of the Board and the Sr. VP Finance and Admin. who together determine if a conflict exists. Employee responses are reviewed by the VP Human Resources and the Sr. VP Finance and Admin. Any conflicts are addressed to ensure that all internal procedures are followed for any transactions with that individual and that all items requiring disclosure are properly noted. Any Board members with a conflict must abstain from voting on decisions involving the transaction in question. Any transactions entered into with interested parties follow the Society's established procurement policies and are provided at rates competitive with market rates.

Identifier	Return Reference	Explanation
		Form 990 Part VI Section B Line 15A and 15B The Societys policy for approval of compensation arrangements with officers and certain senior employees requires review and approval of the compensation arrangement by the Executive Committee of the Board, excluding anyone who is related to or under the control of the person involved in the arrangement The Committee relies on appropriate comparability data which indicates the types and levels of similar compensation and benefit packages for similar positions provided by similar organizations The Committee documents the basis for its determination of the reasonableness of compensation This process is done annually for the President, Sr VP of Finance and Admin and the Sr VP of Institutional Advancement in any year where there is an increase in compensation

Identifier	Return Reference	Explanation
		Form 990 Part VI Section C Line 19 Governing documents are available through applicable governmental agencies the conflict of interest policy and financial statements are available upon w ritten request to the Society

Identifier	Return Reference	Explanation
		Form 990 Part XI Line 9 Other Changes in net assets or fund balances Changes in Post Retirement Benefits not yet recognized in operations 1,777,000 change in market value of swap agreements 400,888 rounding and other 1,968

Additional Data

Software ID: 12000057

Software Version: 12.18.605.2

EIN: 36-2167016

Name: Chicago Zoological Society

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

(A) Name and Title	(B) Average hours per week (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
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
William C Kunkler III Chairman of the Board	2 00	X		X				0	0	0
Corwith Hamill Honorary Chairman of the Board	2 00	X		X				0	0	0
John P Grube Deputy Chairman of the Board	2 00	X		X				0	0	0
Stephen P Bent Vice-Chairman of the Board	2 00	X		X				0	0	0
Elizabeth Hamill Bramsen Vice-Chairman of the Board	2 00	X		X				0	0	0
Merrick M Elfman Vice-Chairman of the Board	2 00	X		X				0	0	0
Cherryl T Thomas Vice-Chairman of the Board	2 00	X		X				0	0	0
Dennis J Keller Vice-Chairman of the Board through 05/12	2 00	X		X				0	0	0
John W Taylor III Vice-Chairman of the Board through 05/12 Trustee	2 00	X		X				0	0	0
Michael P Emmert Treasurer	2 00	X		X				0	0	0
Randall G Vickery Secretary	2 00	X		X				0	0	0
Stuart D Strahl PhD President and CEO	40 00	X		X				423,667	0	87,723
Stuart B Abelson Trustee	2 00	X						0	0	0
Susan E Ahern Trustee	2 00	X						0	0	0
Nathalie Alberts Trustee	2 00	X						0	0	0
Cushman L Andrews Trustee through 05/12	2 00	X						0	0	0
John C Barron Trustee	2 00	X						0	0	0
Robert M Beavers Jr Trustee	2 00	X						0	0	0
Edward McCormick Blair Jr Trustee	2 00	X						0	0	0
John A Carpenter Trustee	2 00	X						0	0	0
Jon C Creyts PhD Trustee	2 00	X						0	0	0
Shirley J Daly Trustee through 01/12	2 00	X						0	0	0
Lawrence E DeMar Trustee	2 00	X						0	0	0
Michael F DeSantiago Trustee	2 00	X						0	0	0
Diane V Dygert Trustee	2 00	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors										
(A) Name and Title	(B) Average hours per week (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
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Joan M Etten-Krall Trustee	2 00	X						0	0	0
Arthur J Fogel Trustee	2 00	X						0	0	0
Richard G Gamble Trustee	2 00	X						0	0	0
Bert A Getz Jr Trustee	2 00	X						0	0	0
Graham C Grady Trustee	2 00	X						0	0	0
Philip Lee Harris Trustee	2 00	X						0	0	0
Christine E Holden Trustee	2 00	X						0	0	0
William L Hood Jr Trustee	2 00	X						0	0	0
Heidi A Huizenga Trustee	2 00	X						0	0	0
Sakeba Issa MD Trustee	2 00	X						0	0	0
Jill V Javors Trustee	2 00	X						0	0	0
Barbara Levy Kipper Trustee	2 00	X						0	0	0
Angelo C Kleronomos Trustee	2 00	X						0	0	0
Fred A Krehbiel Trustee	2 00	X						0	0	0
Anil Kumar Trustee	2 00	X						0	0	0
William O Lipinski Trustee	2 00	X						0	0	0
Mary Ann S MacLean Trustee	2 00	X						0	0	0
Jerry Manne Trustee	2 00	X						0	0	0
Grant G McCullagh Trustee	2 00	X						0	0	0
Brett N McGinnis Trustee through 05/12	2 00	X						0	0	0
Christian B McGrath Trustee	2 00	X						0	0	0
Andrew J McKenna Jr Trustee	2 00	X						0	0	0
Toni Reed Preckwinkle Trustee	2 00	X						0	0	0
David K Reyes Trustee	2 00	X						0	0	0
Philip J Rock Trustee	2 00	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors										
(A) Name and Title	(B) Average hours per week (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
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Mark G Sander Trustee	2 00	X						0	0	0
Nan Schaffer DVM Trustee	2 00	X						0	0	0
Kathryn Babcock Shaffer Trustee	2 00	X						0	0	0
Kenneth N Thompson Trustee	2 00	X						0	0	0
William E Thonn Trustee	2 00	X						0	0	0
Christopher D Traut Trustee	2 00	X						0	0	0
Cindy Zeigler Sr VP Institutional Advancement	40 00				X			271,045	0	24,684
Kenneth S Kaduk Sr VP Finance and Admin	40 00				X			224,319	0	19,483
Dr Alejandro Grajal Sr VP Conservation, Educ and Training	40 00				X			195,489	0	23,522
Frank W Zeigler Sr VP Collections and Animal Care	40 00				X			178,182	0	3,253
Sarah Breen-Bartecki VP Conservation Funding Initiatives	40 00					X		173,332	0	11,378
Matthew Mayer VP Govt Affairs	40 00					X		159,653	0	9,395
Jerome Johnston VP Guest Services Operations	40 00					X		143,403	0	10,166
Sandra Domhecker VP Human Resources	40 00					X		137,903	0	17,266
Robert Dulski Director Information Services	40 00					X		127,655	0	4,218