EXTENSION GRANTED TO NOVEMBER 15TH, 2013

Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545-0047

2012

Open to Public Inspection

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

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

C Name of organization: CEDAR RAPIDS METRO ECONOMIC ALLIANCE

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address): 501 FIRST ST. SE — Room/suite

City, town, or post office, state, and ZIP code: CEDAR RAPIDS, IA 52401

D Employer identification number: 42-0172900

E Telephone number: 319-398-5317

G Gross receipts $ 4,380,586.

F Name and address of principal officer: DEE BAIRD
SAME AS C ABOVE

H(a) Is this a group return for affiliates? [ ] Yes [X] No

H(b) Are all affiliates included? [ ] Yes [ ] No
If "No," attach a list (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status: [ ] 501(c)(3) [X] 501(c) (6) ◀ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ▶ WWW.CEDARRAPIDS.ORG

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ▶

L Year of formation: 1918 **M** State of legal domicile: IA

Part I Summary

SCANNED SEP 26 2013

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: TO SERVE AS THE CATALYST FOR ECONOMIC DIVERSITY, GROWTH AND PROSPERITY FOR OUR REGION.

2 Check this box ▶ [ ] if the organization discontinued its operations or disposed of more than 25% of its net assets

3	Number of voting members of the governing body (Part VI, line 1a)	3	11
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	11
5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	28
6	Total number of volunteers (estimate if necessary)	6	75
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	50,627.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	5,142.

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			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	146,921.	205,090.
	9	Program service revenue (Part VIII, line 2g)	403,008.	1,979,925.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	26,365.	44,075.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	25,877.	61,963.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	602,171.	2,291,053.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	15,355.	19,283.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	429,241.	1,810,168.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 0.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	652,751.	1,191,445.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	1,097,347.	3,020,896.
	19	Revenue less expenses Subtract line 18 from line 12	-495,176.	-729,843.

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	8,643,997.	8,439,802.
	21	Total liabilities (Part X, line 26)	888,854.	922,182.
	22	Net assets or fund balances Subtract line 21 from line 20	7,755,143.	7,517,620.

Part II Signature Block

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

Sign Here

▶ Signature of officer — Date 8-13-13

▶ DEE BAIRD, PRESIDENT/CEO
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name: DAVID LITTLE — Preparer's signature: David Little — Date: 8-6-13 — Check [ ] if self-employed — PTIN: P01480921

Firm's name ▶ CLIFTONLARSONALLEN LLP — Firm's EIN ▶ 41-0746749

Firm's address ▶ 600 3RD AVE. SE, STE. 300
CEDAR RAPIDS, IA 52401 — Phone no. 319-363-2697

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

8/13

11

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission

TO SERVE AS THE CATALYST FOR ECONOMIC DIVERSITY, GROWTH AND PROSPERITY FOR OUR REGION.

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 [X] 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 [X] 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 $ ________ including grants of $ ________) (Revenue $ ________)

BUSINESS SUPPORT: THIS PROGRAM CREATES A STRONG BUSINESS ENVIRONMENT WHICH SUPPORTS ALL EMPLOYERS. ADDITIONALLY, IT FOCUSES ON SMALL AND LOCALLY-OWNED BUSINESSES TO ACHIEVE THE FOLLOWING: 1. ENGAGE AND CONNECT BUSINESSES THROUGH NETWORKING, COMMUNITY AND PROFESSIONAL DEVELOPMENT PROGRAMS. 2. PROVIDE EDUCATION AND AWARENESS ON LOCAL, REGIONAL AND STATE INITIATIVES WHICH ENHANCE REGIONAL AND STATE TRADE.

4b (Code ________) (Expenses $ ________ including grants of $ ________) (Revenue $ ________)

COMMUNITY DEVELOPMENT: THIS PROGRAM GROWS CORE CENTRAL DISTRICTS IN CEDAR RAPIDS AND SUPPORTS SURROUNDING COMMUNITIES BY WORKING TOWARDS ONE OR MORE OF THE FOLLOWING GOALS: 1. DEVELOP AND BEGIN IMPLEMENTATION OF AN UPDATED STRATEGIC PLAN FOR THE CEDAR RAPIDS DOWNTOWN DISTRICT AND MEDICAL DISTRICT. 2. IMPLEMENT INTERSTATE AND INTRASTATE BUSINESS RECRUITMENT STRATEGY. 3. ASSIST THE CITY OF CEDAR RAPIDS IN ITS PLAN FOR FLOOD PROTECTION AND FINANCIAL SUPPORT.

4c (Code ________) (Expenses $ ________ including grants of $ ________) (Revenue $ ________)

ECONOMIC DEVELOPMENT: THIS PROGRAM ATTRACTS, GROWS AND RETAINS INTERSTATE COMMERCE BUSINESS. THE FOCUS IS TARGETED TOWARD BIO-PROCESSING/FOOD INGREDIENTS, DISTRIBUTION/LOGISTICS, ELECTRONIC EQUIPMENT/DESIGN, FOOD PROCESSING, FINANCIAL SERVICES/INSURANCE, INFORMATION TECHNOLOGY, PROCESS MANUFACTURING AND WIND ENERGY. THIS PROGRAM IS DESIGNED TO MEET ONE OR MORE OF THE FOLLOWING GOALS: 1. DEVELOP AND MAINTAIN REPORTS OF DATA TOOLS TO ASSIST WITH PROJECT MANAGEMENT, BUSINESS AND WORKFORCE DEVELOPMENT. 2. COORDINATE AND FACILITATE PROJECTS TO UTILIZE FINANCIAL TOOLS AND PROGRAMS FOR PROSPECTS AND CLIENTS. 3. MAINTAIN AND ADVANCE RELATIONSHIP WITH EXISTING COMPANIES TO IDENTIFY GROWTH AND RETENTION OPPORTUNITIES. 4. DEVELOP AND IMPLEMENT STRATEGIES TO IMPROVE RECRUITMENT OF NEW

4d Other program services (Describe in Schedule O)

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

4e Total program service expenses ▶

SEE SCHEDULE O FOR CONTINUATION(S)

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1		X
2	Is the organization required to complete *Schedule B, Schedule of Contributors*?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5	X	
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, 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		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10		X
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d		X
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e		X
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17		X
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18		X
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV | Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K If "No", go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29		X
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	X	
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b	X	
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	34			
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	28			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			3a	X	
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*			3b	X	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b	If "Yes," enter the name of the foreign country ▶					
	See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts.					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?			6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a		
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h		
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state?			13a		
	Note. See the instructions for additional information the organization must report on Schedule O					
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b				
c	Enter the amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			14b		

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

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

Section A. Governing Body and Management

			Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year — 1a: 11 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.			
b	Enter the number of voting members included in line 1a, above, who are independent — 1b: 11			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	X	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5		X
6	Did the organization have members or stockholders?	6		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:			
a	The governing body?	8a	X	
b	Each committee with authority to act on behalf of the governing body?	8b	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	9		X

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

			Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a		X
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	X	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990			
12a	Did the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	12c	X	
13	Did the organization have a written whistleblower policy?	13	X	
14	Did the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?			
a	The organization's CEO, Executive Director, or top management official	15a	X	
b	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)	15b	X	
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and 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 ▶ NONE

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection Indicate how you made these available Check all that apply.

[ ] Own website [ ] Another's website [X] Upon request [ ] 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 ▶

DEE BAIRD - 319-398-5317

501 FIRST ST. SE, CEDAR RAPIDS, IA 52401

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

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

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

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee "
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than $100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than $100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than $10,000 of reportable compensation from the organization and any related organizations

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) JOHN BLOOMHALL DIRECTOR	1.00 0.00	X						0.	0.	0.
(2) LYDIA BROWN DIRECTOR	1.00 0.00	X						0.	0.	0.
(3) STEVE GRAY DIRECTOR	1.00 0.00	X						0.	0.	0.
(4) NANCY KASPAREK DIRECTOR	1.00 1.00	X						0.	0.	0.
(5) JEANINE PENTICOFF DIRECTOR	1.00 0.00	X						0.	0.	0.
(6) CHUCK PETERS DIRECTOR	1.00 0.00	X						0.	0.	0.
(7) JEFF POMERANZ DIRECTOR	1.00 0.00	X						0.	0.	0.
(8) JOHN SCHNIPKOWEIT DIRECTOR	1.00 0.00	X						0.	0.	0.
(9) TED TOWNSEND DIRECTOR	1.00 0.00	X						0.	0.	0.
(10) BARRY BOYER CHAIR	5.00 1.00	X		X				0.	0.	0.
(11) LON OLEJNICZAK VICE-CHAIR	5.00 0.00	X		X				0.	0.	0.
(12) DEE BAIRD PRESIDENT/CEO/TREASURER	40.00 1.00			X				210,176.	0.	28,314.
(13) DOUGLAS NEUMANN EXECUTIVE VICE PRESIDENT/SECRETARY	40.00 0.00			X				141,095.	0.	13,129.
(14) DENNIS JORDAN ECONOMIC DEVELOPMENT STRATEGIST	40.00 0.00					X		109,928.	0.	4,743.
(15) JEFFREY ROSSATE INTERSTATE BUSINESS SPECIALIST	40.00 0.00					X		100,703.	0.	7,436.
(16) ALLEN MERTA FINANCIAL RESEARCH SPECIALIST	40.00 0.00					X		100,859.	0.	10,591.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations

	(D)	(E)	(F)
1b Sub-total ▶	662,761.	0.	64,213.
c Total from continuation sheets to Part VII, Section A ▶	0.	0.	0.
d Total (add lines 1b and 1c) ▶	662,761.	0.	64,213.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 5

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

Section B. Independent Contractors

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

(A) Name and business address NONE	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 0

Part VIII **Statement of Revenue**

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

Section	Line	Description			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a					
	b	Membership dues	1b					
	c	Fundraising events	1c					
	d	Related organizations	1d					
	e	Government grants (contributions)	1e	36,000.				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	169,090.				
	g	Noncash contributions included in lines 1a-1f $						
	h	**Total.** Add lines 1a-1f ▶			205,090.			
Program Service Revenue			Business Code					
	2 a	MEMBERSHIP DUES	561499		1,047,681.	1,047,681.		
	b	ACTIVITIES & EVENTS	561499		863,786.	863,786.		
	c	MANAGEMENT FEES	561499		61,390.	61,390.		
	d	DOCUMENT VERIFICATION SERVICES	561499		7,068.	7,068.		
	e							
	f	All other program service revenue						
	g	**Total.** Add lines 2a-2f ▶			1,979,925.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶			45,124.			45,124.
	4	Income from investment of tax-exempt bond proceeds ▶						
	5	Royalties ▶			4,375.			4,375.
			(i) Real	(ii) Personal				
	6 a	Gross rents	2,745.					
	b	Less rental expenses	0.					
	c	Rental income or (loss)	2,745.					
	d	Net rental income or (loss) ▶			2,745.			2,745.
			(i) Securities	(ii) Other				
	7 a	Gross amount from sales of assets other than inventory	2,078,263.	10,221.				
	b	Less cost or other basis and sales expenses	2,083,149.	6,384.				
	c	Gain or (loss)	-4,886.	3,837.				
	d	Net gain or (loss) ▶			-1,049.			-1,049.
	8 a	Gross income from fundraising events (not including $ ______ of contributions reported on line 1c) See Part IV, line 18	a	2,234.				
	b	Less: direct expenses	b	0.				
	c	Net income or (loss) from fundraising events ▶			2,234.			2,234.
	9 a	Gross income from gaming activities See Part IV, line 19	a					
	b	Less direct expenses	b					
	c	Net income or (loss) from gaming activities ▶						
	10 a	Gross sales of inventory, less returns and allowances	a	817.				
	b	Less cost of goods sold	b	0.				
	c	Net income or (loss) from sales of inventory ▶			817.	817.		
		Miscellaneous Revenue	Business Code					
	11 a	ADVERTISING INCOME	511120		50,627.		50,627.	
	b	OTHER INCOME	900099		1,165.			1,165.
	c							
	d	All other revenue						
	e	**Total.** Add lines 11a-11d ▶			51,792.			
	12	**Total revenue** See instructions. ▶			2,291,053.	1,980,742.	50,627.	54,594.

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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	19,283.			
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	392,714.			
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	1,148,505.			
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	21,805.			
9 Other employee benefits	113,930.			
10 Payroll taxes	133,214.			
11 Fees for services (non-employees)				
a Management				
b Legal	44,079.			
c Accounting	64,388.			
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	5,509.			
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	89,189.			
12 Advertising and promotion	83,979.			
13 Office expenses	186,774.			
14 Information technology	50,025.			
15 Royalties				
16 Occupancy	171,520.			
17 Travel	207,585.			
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	123,371.			
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	51,187.			
23 Insurance	26,043.			
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a DUES & SUBSCRIPTIONS	37,603.			
b MISCELLANEOUS EXPENSE	33,519.			
c GIFTS & APPRECIATION	16,036.			
d UBI TAX EXPENSE	638.			
e All other expenses				
25 **Total functional expenses** Add lines 1 through 24e	3,020,896.			
26 **Joint costs** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing	103,039.	1	529,390.
	2	Savings and temporary cash investments	3,144,354.	2	2,906,085.
	3	Pledges and grants receivable, net	4,129,744.	3	3,305,824.
	4	Accounts receivable, net	165,460.	4	39,909.
	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 instr) Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	80,926.	9	146,341.
	10a	Land, buildings, and equipment cost or other basis. Complete Part VI of Schedule D — 10a 1,375,113.			
	b	Less. accumulated depreciation — 10b 928,172.	139,355.	10c	446,941.
	11	Investments - publicly traded securities	863,864.	11	1,003,338.
	12	Investments - other securities See Part IV, line 11		12	
	13	Investments - program-related See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	17,255.	15	61,974.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	8,643,997.	16	8,439,802.
Liabilities	17	Accounts payable and accrued expenses	163,054.	17	168,874.
	18	Grants payable		18	
	19	Deferred revenue	725,800.	19	753,308.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		25	
	26	**Total liabilities.** Add lines 17 through 25	888,854.	26	922,182.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	3,625,399.	27	7,517,620.
	28	Temporarily restricted net assets	4,129,744.	28	0.
	29	Permanently restricted net assets		29	
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	7,755,143.	33	7,517,620.
	34	Total liabilities and net assets/fund balances	8,643,997.	34	8,439,802.

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Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	2,291,053.
2	Total expenses (must equal Part IX, column (A), line 25)	2	3,020,896.
3	Revenue less expenses Subtract line 2 from line 1	3	-729,843.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	7,755,143.
5	Net unrealized gains (losses) on investments	5	141,965.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	-18,147.
9	Other changes in net assets or fund balances (explain in Schedule O)	9	368,502.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	7,517,620.

Part XII Financial Statements and Reporting

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

			Yes	No
1	Accounting method used to prepare the Form 990 [ ] Cash [X] Accrual [ ] Other ______ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
	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 [ ] Separate basis [ ] Consolidated basis [ ] Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both [X] Separate basis [ ] Consolidated basis [ ] Both consolidated and separate basis			
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b		

Form **990** (2012)

232012
12-10-12

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 organization	Employer identification number
CEDAR RAPIDS METRO ECONOMIC ALLIANCE	42-0172900

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? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV

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

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ $

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt 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? ☐ Yes ☐ No

5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments For each organization listed, enter the amount paid from the filing organization's funds Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

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

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

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures)

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount Enter the amount from the following table in both columns		

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

	(a) Filing organization's totals	(b) Affiliated group totals
g Grassroots nontaxable amount (enter 25% of line 1f)		
h Subtract line 1g from line 1a If zero or less, enter -0-		
i Subtract line 1f from line 1c. If zero or less, enter -0-		

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ Yes ☐ No

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

Lobbying Expenditures During 4-Year Averaging Period

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

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

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

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

1	Dues, assessments and similar amounts from members	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

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047
2012
Open to Public Inspection

Name of the organization: CEDAR RAPIDS METRO ECONOMIC ALLIANCE
Employer identification number: 42-0172900

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

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

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

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

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

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

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

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	

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

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

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part 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 ▶ $ ______

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

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

a ☐ Public exhibition
b ☐ Scholarly research
c ☐ Preservation for future generations
d ☐ Loan or exchange programs
e ☐ Other ____________

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

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

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

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

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

b If "Yes," explain the arrangement in Part 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	(c) Two years back	(d) Three years back	(e) Four years back
1a	Beginning of year balance					
b	Contributions					
c	Net investment earnings, gains, and losses					
d	Grants or scholarships					
e	Other expenditures for facilities and programs					
f	Administrative expenses					
g	End of year balance					

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

a Board designated or quasi-endowment ▶ ____________ %

b Permanent endowment ▶ ____________ %

c Temporarily restricted endowment ▶ ____________ %

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

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

			Yes	No
(i)	unrelated organizations	3a(i)		
(ii)	related organizations	3a(ii)		
b	If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

4 Describe in Part 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	60,000.			60,000.
b	Buildings	809,879.		775,823.	34,056.
c	Leasehold improvements				
d	Equipment		505,234.	152,349.	352,885.
e	Other				
Total.	Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c))* ▶				446,941.

Schedule D (Form 990) 2012

Part VII Investments - Other Securities. See Form 990, Part X, line 12

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

Part VIII Investments - Program Related. See Form 990, Part X, line 13

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

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

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, col (B) line 15)* ▶	

Part X Other Liabilities. See Form 990, Part X, line 25

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25)* ▶	

2. FIN 48 (ASC 740) Footnote In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740) Check here if the text of the footnote has been provided in Part XIII [X]

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	2,433,018.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12.				
a	Net unrealized gains on investments	2a	141,965.		
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII)	2d			
e	Add lines 2a through 2d			2e	141,965.
3	Subtract line 2e from line 1			3	2,291,053.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b			
c	Add lines 4a and 4b			4c	0.
5	Total revenue Add lines 3 and 4c. *(This must equal Form 990, Part I, line 12)*			5	2,291,053.

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

1	Total expenses and losses per audited financial statements			1	3,020,896.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII)	2d			
e	Add lines 2a through 2d			2e	0.
3	Subtract line 2e from line 1			3	3,020,896.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII)	4b			
c	Add lines 4a and 4b			4c	0.
5	Total expenses. Add lines 3 and 4c. *(This must equal Form 990, Part I, line 18)*			5	3,020,896.

Part XIII Supplemental Information

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

PART X, LINE 2: THE ALLIANCE FOLLOWS THE ACCOUNTING STANDARD TO EVALUATE UNCERTAIN TAX POSITIONS AND HAS DETERMINED THAT IT WAS NOT REQUIRED TO RECORD A LIABILITY RELATED TO UNCERTAIN TAX POSITIONS.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0047
2012
Open to Public Inspection

Name of the organization: CEDAR RAPIDS METRO ECONOMIC ALLIANCE
Employer identification number: 42-0172900

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? [X] 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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
KIRKWOOD COMMUNITY COLLEGE FOUNDATION - 6301 KIRKWOOD BLVD. SW - CEDAR RAPIDS, IA 52404	23-7076632	501(C)(3)	15,000.	0.			SUPPORT SMALL BUSINESS DEVELOPMENT CENTER

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

3 Enter total number of other organizations listed in the line 1 table ▶ 0.

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

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

SCHEDULE I, PART I, LINE 2: THE ORGANIZATION DOES NOT HAVE A FORMAL GRANT APPLICATION POLICY. GRANTS ARE CONSIDERED AND AWARDED ON A CASE BY CASE BASIS TO SUPPORT THE ORGANIZATION'S CURRENT CHARITABLE AND ECONOMIC DEVELOPMENT GOALS. FOR RECURRING GRANTS TO CERTAIN ORGANIZATIONS, THE USE OF GRANT FUNDS IS REVIEWED ON AN ANNUAL BASIS.

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization: CEDAR RAPIDS METRO ECONOMIC ALLIANCE

Employer identification number: 42-0172900

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax indemnification and gross-up payments ☒ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1b	X	
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	X	
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 ☒ Compensation committee ☒ Written employment contract ☐ Independent compensation consultant ☒ Compensation survey or study ☐ Form 990 of other organizations ☒ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization			
a	Receive a severance payment or change-of-control payment?	4a		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b		X
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III			
	Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	5a		
b	Any related organization?	5b		
	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		
b	Any related organization?	6b		
	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		
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		
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) DEE BAIRD	(i)	182,426.	27,750.	0.	16,403.	11,911.	238,490.	0.
PRESIDENT/CEO/TREASURER	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) DOUGLAS NEUMANN	(i)	127,095.	14,000.	0.	8,540.	4,589.	154,224.	0.
EXECUTIVE VICE PRESIDENT/SECRETARY	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
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	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

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

PART I, LINE 1A: THE ORGANIZATION PAYS COUNTRY CLUB DUES ON BEHALD OF DEE BAIRD, PRESIDENT/CEO. THE PAYMENT FOR COUNTRY CLUB IS DEEMED TO BE FOR BUSINESS USE AND IS REPORTED AS A NONTAXABLE BENEFIT INCLUDED IN OTHER COMPENSATION ON FORM 990, PART VII, COLUMN(F) AND SCHEDULE J, PART II, COLUMN(D) WHERE APPLICABLE.

PART I, LINE 3: THE EXECUTIVE COMMITTEE OF THE BOARD DETERMINES THE PRESIDENT AND EXECUTIVE VICE PRESIENT COMPENSATION PLANS ANNUALLY. THE PROCESS INCLUDES COMPARABILITY DATA AND CONTEMPORANEOUS SUBSTANTIATION OF THE DELIBERATION AND DECISION. A WRITTEN EMPLOYMENT CONTRACT IS UTILIZED.

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization	Employer identification number
CEDAR RAPIDS METRO ECONOMIC ALLIANCE	42-0172900

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:

COMPANIES.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

PUBLIC POLICY: THIS PROGRAM WORKS TO SUPPORT THE COMMUNITY AT THE LOCAL, STATE AND FEDERAL LEVELS. TO EFFECTIVELY COMPETE WITH OTHER REGIONS, THE ECONOMIC ALLIANCE COLLABORATES WITH THE BUSINESS COMMUNITY, CITY, COUNTY AND OTHER ENTITIES TO DEVELOP THE POLICY AGENDA CREATING ONE CONSISTENT VOICE FOR THE UPCOMING LEGISLATIVE SESSION.

FORM 990, PART VI, SECTION A, LINE 4: THE ORGANIZATION CHANGED ITS NAME FROM CEDAR RAPIDS AREA CHAMBER OF COMMERCE TO CEDAR RAPIDS METRO ECONOMIC ALLIANCE. A COPY OF THE UPDATED GOVERNING DOCUMENTS HAS BEEN ATTACHED TO THIS RETURN.

FORM 990, PART VI, SECTION B, LINE 11: OFFICERS AND BOARD MEMBERS WILL RECEIVE A COPY BEFORE FILING. OFFICERS AND AUDIT COMMITTEE WILL REVIEW SPECIFICALLY AND OTHERS WILL BE ASKED FOR COMMENTS/QUESTIONS.

FORM 990, PART VI, SECTION B, LINE 12C: ALL BOARD MEMBERS AND EMPLOYEES ARE COVERED AND ARE VERBALLY REQUESTED TO PROVIDE INFORMATION ON CONFLICTS AT THE INITIAL BOARD AND STAFF MEETINGS OF THE YEAR.

FORM 990, PART VI, SECTION B, LINE 15: THE EXECUTIVE COMMITTEE OF THE BOARD DETERMINES THE PRESIDENT AND EXECUTIVE VP COMPENSATION PLANS ANNUALLY. THE PROCESS INCLUDES COMPARABILITY DATA AND CONTEMPORANEOUS

Name of the organization: CEDAR RAPIDS METRO ECONOMIC ALLIANCE

Employer identification number: 42-0172900

SUBSTANTIATION OF THE DELIBERATION AND DECISION.

FORM 990, PART VI, LINE 15B:

THE PRESIDENT AND EXECUTIVE VP DETERMINE ALL STAFF COMPENSATION ANNUALLY WITH INPUT FROM HR CONSULTANTS. THE PROCESS INCLUDES COMPARABILITY DATA AND CONTEMPORANEOUS SUBSTANTIATION OF THE DELIBERATION AND DECISION.

FORM 990, PART VI, SECTION C, LINE 19: THE GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

MERGED ENTITY BEGINNING UNRESTRICTED NET ASSETS 368,502.

FORM 990, PART XII, LINE 2C:

AUDIT OVERSIGHT PROCESS

NO CHANGES FROM PRIOR YEARS.

SCHEDULE R
(Form 990)
Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

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

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2012
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Name of the organization: CEDAR RAPIDS METRO ECONOMIC ALLIANCE

Employer identification number: 42-0172900

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	No
CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION - 42-1206276, 501 FIRST ST, SE, CEDAR RAPIDS, IA 52401	EDUCATION & WORKFORCE DEVELOPMENT GRANTS	IOWA	501(C)(3)	LINE 11A, I	CEDAR RAPIDS METRO ECONOMIC ALLIANCE	X	

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

232161 12-10-12 LHA

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity? Yes	(i) No

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule		Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to related organization(s)	1b		X
c Gift, grant, or capital contribution from related organization(s)	1c		X
d Loans or loan guarantees to or for related organization(s)	1d	X	
e Loans or loan guarantees by related organization(s)	1e		X
f Dividends from related organization(s)	1f		X
g Sale of assets to related organization(s)	1g		X
h Purchase of assets from related organization(s)	1h		X
i Exchange of assets with related organization(s)	1i		X
j Lease of facilities, equipment, or other assets to related organization(s)	1j		X
k Lease of facilities, equipment, or other assets from related organization(s)	1k		X
l Performance of services or membership or fundraising solicitations for related organization(s)	1l		X
m Performance of services or membership or fundraising solicitations by related organization(s)	1m		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n	X	
o Sharing of paid employees with related organization(s)	1o	X	
p Reimbursement paid to related organization(s) for expenses	1p		X
q Reimbursement paid by related organization(s) for expenses	1q		X
r Other transfer of cash or property to related organization(s)	1r		X
s Other transfer of cash or property from related organization(s)	1s		X

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

	(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)	CEDAR RAPIDS METRO ECONOMIC ALLIANCE	D	61,974.	FMV
(2)				
(3)				
(4)				
(5)				
(6)				

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37)

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

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

Part VII Supplemental Information

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

CERTIFICATE
FOR
SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CEDAR RAPIDS AREA CHAMBER OF COMMERCE FOUNDATION
(hereafter to be known as "CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION")

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to Section 504.1006 of the Revised Iowa Nonprofit Corporation Act, contained in Chapter 504 of the Iowa Code, as amended (the "Act"), the undersigned corporation (the "Corporation") hereby amends and restates its Articles of Incorporation

1 Name of Corporation. The name of the Corporation before this restatement of its Articles of Incorporation is "CEDAR RAPIDS AREA CHAMBER OF COMMERCE FOUNDATION." The name of the Corporation after this restatement of its Articles of Incorporation is "CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION".

2. Text of Restated Articles. The exact text of the Second Amended and Restated Articles of Incorporation, including all amendments, is attached.

3 Effect of the Amended and Restated Articles. The attached Second Amended and Restated Articles of Incorporation consolidate all amendments into a single document. The duly adopted Second Amended and Restated Articles of Incorporation supersede the prior Amended and Restated Articles of Incorporation of the Corporation, and all prior amendments thereto

4. Approval. The Second Amended and Restated Articles of Incorporation, including all new amendments set forth therein, were duly approved by the Board of Directors in the manner required by the Act and by the prior Amended and Restated Articles of Incorporation, as amended, and the Bylaws, as amended, of the Corporation

5. Date of Adoption The Second Amended and Restated Articles of Incorporation, including all new amendments set forth therein, were adopted on June 5, 2012.

6 Effective Date. The effective date of the Second Amended and Restated Articles of Incorporation is the date of filing the Second Amended and Restated Articles of Incorporation with the Secretary of State of the State of Iowa.

Dated this 18 day of June, 2012.

CEDAR RAPIDS AREA CHAMBER OF COMMERCE FOUNDATION
(hereafter to be known as CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION)

By: Dee Baird
Dee Baird, President

SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
CEDAR RAPIDS AREA CHAMBER OF COMMERCE FOUNDATION
(hereafter to be known as CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION)

TO THE SECRETARY OF STATE OF THE STATE OF IOWA

Pursuant to Section 504.1006 of the Revised Iowa Nonprofit Corporation Act, as amended, contained in Chapter 504 of the Code of Iowa (the "Act"), the undersigned corporation (the "Corporation") adopts these Second Amended and Restated Articles of Incorporation as follows:

ARTICLE I
CORPORATE NAME

The name of the Corporation is: CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION. The name of the corporation before this restatement of its articles of incorporation was: CEDAR RAPIDS AREA CHAMBER OF COMMERCE FOUNDATION

ARTICLE II
REVISED IOWA NONPROFIT CORPORATION ACT

The Corporation hereby acknowledges that it is subject to the provisions of the Act

ARTICLE III
CORPORATE PERIOD

The corporate period shall be perpetual unless the Corporation is sooner dissolved or terminated as otherwise provided by law.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The address of the Registered Office shall be _ **501 1st St. SE, Cedar Rapids, Iowa 52401** and the name of the registered agent at such address shall be **Dee Baird**.

ARTICLE V
PURPOSES AND EXEMPT STATUS

5.01 The Corporation is organized exclusively for charitable, educational, or scientific purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended (the "Code")

5.02. The Corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the Corporation is distributable to, or inures to the benefit of, its directors or officers except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any subsequent United States Internal Revenue Code) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any subsequent United States Internal Revenue Code).

ARTICLE VI
PROPERTY

The Corporation shall be authorized to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as in the judgment of the Board of Directors will best promote the purpose of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles, the Bylaws of the Corporation, or any laws applicable thereto, and to do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for pecuniary profit or financial gain of its Directors or officers except as permitted under the Act.

ARTICLE VII
PRESCRIBED CONDUCT

The following provisions shall further govern the conduct of the Corporation during any period of time in which the Corporation shall be considered to be a private foundation:

7.01 The Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent United States Internal Revenue Code

7.02 The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Code, or corresponding provisions of any subsequent United States Internal Revenue Code

7.03 The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent United States Internal Revenue Code.

7.04 The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent United States Internal Revenue Code

7 05 The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent United States Internal Revenue Code

ARTICLE VIII
MEMBERSHIP

8.01 This Corporation shall have no members.

ARTICLE IX
CONDUCT OF BUSINESS

9.01 The affairs and business of the Corporation shall be conducted by a Board of Directors, which shall have and shall exercise the powers of the Corporation.

9.02 The number of directors, manner of nomination and electing directors, and their qualifications and terms of office, not inconsistent with these Articles of Incorporation, shall be provided for in the Bylaws.

ARTICLE X
ANNUAL MEETING

The annual meeting of the Board of Directors shall be held at such time and place and with such notice thereof as may be specified in the Bylaws of the Corporation.

ARTICLE XI
NON-LIABILITY

11.01 Except as otherwise required by the Act, the Directors, officers, trustees, employees, and volunteers of the Corporation shall not be liable for the debts, liabilities or obligations of the Corporation, and the private property of such persons shall not be subject to the payment of debts, liabilities or obligations of the Corporation

11.02 A Director, officer, trustee, employee, or volunteer of the Corporation is not personally liable in such capacity, for a claim based upon an act or omission of the person performed in the discharge of the person's duties, except for liability for any actions for which the Act does not permit the Corporation to limit or eliminate the liability of a such person.

11.03 If the Act is amended after the effective date of these Articles of Incorporation to authorize the further elimination or limitation of the liability of directors, officers, trustees, employees, members or volunteers, then the liability of such persons shall be eliminated to the fullest extent permitted by the Act, as so amended

11.04 No amendment or repeal of this Article XI shall apply to or have any effect on the liability or alleged liability of any Director, officer, trustee, employee, member or volunteer of the Corporation for or with respect to any acts or omissions of such person occurring prior to such amendment or repeal.

ARTICLE XII
CORPORATE SEAL

There shall be no corporate seal

ARTICLE XIII
BYLAWS

The Board of Directors of the Corporation may make and appoint Bylaws not inconsistent with these Articles

ARTICLE XIV
DISTRIBUTION ON DISSOLUTION

14.01 Upon the dissolution of the Corporation, the Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation by distributing such assets to one or more tax-exempt Code Section 501(c)(3) organizations or Code Section 170(b)(1)(A)(v) governmental units with a significant charitable mission that the Corporation is organized and operated to support, provided that no distribution shall be made to any organization that is not organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or the corresponding provision of any subsequent United States Internal Revenue Code). No distribution shall be made to any private foundation or taxable entity.

14.02 Any of such assets not so disposed of shall be disposed of by the District Court of the State of Iowa of the County in which the principal office of the Corporation is located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XV
INDEMNIFICATION

This Corporation shall indemnify any person who is or was a director, officer, employee, agent or volunteer of this Corporation, or any such person who, while a director, officer, employee, agent or volunteer of this Corporation, is serving or has served, at the request of this Corporation, as a director, officer, partner, trustee, employee, member or agent of another corporation, partnership, joint venture, trust, other enterprise, or employee benefit plan to the fullest extent possible, against expenses, including attorney fees, judgments, fines, settlements and reasonable expenses, actually incurred by such person relating to such person's conduct while acting in any capacity set forth above in this Article XV, except that the mandatory indemnification required by this sentence shall not apply to the extent that any provision of the Act would prohibit this Corporation from indemnifying such person or persons. The foregoing right of indemnification shall also inure to the benefit of any such indemnified person's heirs, executors, personal representatives, and administrators to the extent permitted by law. If the Act or Iowa law is amended or modified after the effective date of these Articles of Incorporation to expand the indemnification available to the Corporation's directors, officers, employees, agents or volunteer, then the indemnification available to the Corporation's directors, officers, employees, agents or volunteer may be so expanded by the bylaws or by agreement to the full extent then permitted The Corporation may pursuant to the Bylaws or by agreement provide for indemnification of and the advancement of expenses to, any director, officer, employee, agent or volunteer of the Corporation to the fullest extent permitted by the Act or Iowa law.

ARTICLE XVI
AMENDMENTS

Any of the provisions of these Articles may be amended, altered or repealed at any regular or special meeting of the Board of Directors on the affirmative vote of a majority of said Board or as may be otherwise provided by law, and all rights conferred on the members of the Board to modify these Articles herein are granted subject to the following reservation: provided however, that no such amendment shall be made to change the objects and purposes of this Corporation to include objects and purposes which would in any way jeopardize the exempt status of this Corporation under Section 501(c)(3) of the Code (or the corresponding provision of any subsequent United States Internal Revenue Code), or be inconsistent with the general objects and purposes herein expressed or which would permit the net income or assets of the Corporation or any part thereof to inure to the benefit of any individual having a personal or private interest in the activities of this Corporation.

DATED this 18 day of June, 2012.

CEDAR RAPIDS AREA CHAMBER OF COMMERCE FOUNDATION
(hereafter to be known as CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION)

By: ______________________
Dee Baird, President

SECOND AMENDED AND RESTATED

BYLAWS

OF THE

CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION

(formerly known as "CEDAR RAPIDS AREA CHAMBER OF COMMERCE FOUNDATION")

Adopted as of the 18th day of June, 2012

SECOND AMENDED AND RESTATED BYLAWS
OF THE
CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION

ARTICLE I
OFFICES

CEDAR RAPIDS METRO ECONOMIC ALLIANCE FOUNDATION (formerly known as "CEDAR RAPIDS AREA CHAMBER OF COMMERCE FOUNDATION"), an Iowa public benefit nonprofit corporation (the "Corporation"), shall maintain in the State of Iowa a registered office and a registered agent whose office is identical with the registered office, as required by the Revised Iowa Nonprofit Corporation Act, contained in Chapter 504 of the Iowa Code, as amended from time to time (the "Iowa Act") The registered office may be, but need not be, identical with the principal office in the State of Iowa, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II
BOARD OF DIRECTORS

Section 2.1. General Powers. The affairs of the Corporation shall be managed by its Board of Directors (the "Board of Directors" or the "Board") The Board shall consist of at least seven (7) and no more than fifteen (15) members (each a "Director") of whom four (4) shall be the President, Chairperson, Vice Chairperson, and Treasurer of the Cedar Rapids Metro Economic Alliance, an Iowa nonprofit corporation (the "Economic Alliance") Upon vacation of the office of any Director who is the President, Chairperson, Vice Chairperson, or Treasurer of the Economic Alliance, whether by death, resignation, removal, expiration of his or her term, or otherwise, the term of such director as a director of this Corporation shall expire, and the successor officer of the Economic Alliance shall automatically become a successor member of the Board. The Board of Directors of the Economic Alliance (hereinafter referred to as the "Economic Alliance Board"), by resolution, may designate from time to time the number of members of the Board within the above-specified range. All "at large" Directors (any such members shall be hereinafter be referred to as "At-Large Director(s)") who shall be those Directors other than those who are automatically appointed to the Board by virtue of their position with the Economic Alliance, shall be elected and appointed by the then-current members of the Economic Alliance Board Unless a different term for a Director is set by the Economic Alliance Board, the term for each At-Large Director shall be three (3) years Directors may serve consecutive terms. The terms of the At-Large Directors shall be staggered so that approximately one-third (1/3) of the At-Large Directors are appointed by the Economic Alliance Board each year

Section 2.2. Regular Meetings. The regular meeting of the Board of Directors shall be held on such date as the Board of Directors shall by resolution specify. The Board of Directors may provide by resolution the time and place, either within or outside of the State of Iowa, for the holding of additional regular meetings of the Board of Directors without other notice than the resolution.

Section 2.3. Special Meetings Special meetings of the Board of Directors may be called by or at the request of the President or any Director. The persons authorized to call special meetings of the Board of Directors may fix any place, either within or outside of the State of Iowa, for holding any special meeting of the Board of Directors called by them, or may provide that such meetings shall occur by teleconference or videoconference.

Section 2.4. Notice and Waiver Unless otherwise required by law, notice of any special meeting of the Board of Directors shall be given at least two (2) days previously by written or printed notice delivered personally or sent by mail, electronic transmission, email, fax, or such other form authorized by law to each Director at the Director's address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage prepaid If notice is given by fax, it shall be deemed to be delivered when successfully transmitted to the recipient's facsimile machine at the recipient's last fax number registered with the Corporation. If notice is given by email, it shall be deemed delivered when sent to the last known e-mail address of the Director. Any Director may waive notice of any meeting The attendance of a Director at any meeting shall constitute a waiver of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws. Any such notice shall, however, include the date, time and place of the meeting.

Section 2.5. Quorum A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors: but if less than a majority of the Directors are present at the meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 2.6. Manner of Acting. The act of majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

Section 2.7. Vacancies. The At-Large Directors shall be appointed by the Economic Alliance Board. Any vacancy occurring in the Board of Directors shall be filled by the Economic Alliance Board.

Section 2.8. Compensation Directors shall not receive any stated salaries for their services, but by resolution of the Board of Directors. Directors may be reimbursed for their reasonable expenses, including the expenses of attending each regular or special meeting of the Board of Directors; but nothing contained here shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation for such services.

Section 2.9. Informal Action by Directors Any action required by law to be taken at a meeting of Directors, or any action which may be taken at a meeting of Directors, may be taken without a meeting if a consent in writing, which writing may be on paper or electronically transmitted, setting out the action so taken, shall be signed or delivered by electronic transmission, by all of the Directors.

Section 2.10. Removal Any Director may be removed at any time by a vote of three-fourths (3/4ths) of all of the members of the Economic Alliance Board, with or without cause, whenever in its judgment the best interests of the Corporation would be served by such Director's removal.

Section 2.11. Meetings by Conference Telephone. Directors may participate in a meeting of the Board by conference telephone, video conferencing or similar communications equipment that permits all persons participating in the meeting to be able to hear each other Participation in a meeting pursuant to this provision shall constitute presence in person at the meeting Records of the meeting shall be kept as required by Article VI of these Bylaws

Section 2.12. Presumption of Assent A Director who is present at a meeting of the Board at which action on any Corporation matter is taken shall be presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes of the meeting or unless he or she shall file his or her written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Corporation promptly after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

Section 2.13. Director Conflict of Interest.

(a) Conflict of Interest Transactions. A "conflict of interest transaction" is a transaction with the Corporation in which a director of the Corporation has a direct or indirect interest. A conflict of interest transaction is not voidable by the Corporation solely because of the Director's interest in the transaction if any one of the following is true:

(i) The material facts of the transaction and the director's interest were disclosed or known to the Board or a committee of the Board and the Board or committee authorized, approved or ratified the transaction, or

(ii) The transaction was fair to the Corporation.

(b) Indirect Interest. For purposes of this section, a Director of the Corporation has an indirect interest in a transaction if either:

(i) Another entity in which the Director has a material financial interest or in which the Director is a general partner is a party to the transaction, or

(ii) Another entity of which the Director is a director, officer, member, manager or trustee is a party to the transaction

(c) Approval of Conflict of Interest Transactions. For purposes of subsection (a)(i) of this Section 2.13, a conflict of interest transaction is authorized, approved or ratified if it receives the affirmative vote of a majority of the Directors on the Board or on the committee who have no direct or indirect interest in the transaction, but a transaction may not be authorized, approved or ratified under this section by a single Director. If a majority of the Directors who have no direct or indirect interest in the transaction vote to authorize, approve or ratify the transaction, a quorum is present for the purpose of taking action under this section. Any Director with a direct or indirect interest in the transaction shall disclose such relationship and shall not vote on such transaction; provided, however, that the presence of, or a vote cast by, a Director with a direct or indirect interest in the transaction does not affect the validity of any action taken under subsection (a)(i) of this Section 2.13, if the transaction is otherwise authorized, approved or ratified as provided in that subsection.

ARTICLE III
OFFICERS

Section 3.1. Officers The officers of the Corporation shall be a Chairperson, President, one or more Vice-Presidents (the number to be determined by the Board of Directors), a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article III. The Board of Directors may elect or appoint the other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, to have the authority and perform the duties prescribed by the Board of Directors. Any two or more offices may be held by the same person

Section 3.2. Election and Term of Office. Except as provided below in this Article, the officers of the Corporation shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors If the election of officers shall not be held at such meeting, it shall be held as soon thereafter as is convenient. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until their successor shall have been elected and shall have qualified

Section 3.3. Removal. Any officer elected or appointed by the Board may be removed by the Board with or without cause whenever in its judgment the best interests of the Corporation would be served by such Director's removal, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed

Section 3.4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board for the unexpired portion of the term

Section 3.5 Chairperson of the Board: The Chairperson of the Board shall preside over all meetings of the Board, and exercise general supervision over the President and other officers, and the affairs of the Corporation, performing such other duties that are inherent in the office and prescribed by the Board of Directors, the Articles of Incorporation, the Bylaws and other rules of the Corporation.

Section 3.6. President. The office of President shall be occupied by the duly appointed and acting President of the Economic Alliance. The President shall be the principal executive officer of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation He or she may sign, with the Secretary or any other proper officer of the Corporation authorized by the Board, any deeds, mortgages, bonds, contract, or other instruments which the Board has authorized to be executed, except in cases where the signing and execution shall be expressly delegated by the Board or by these Bylaws or by statute to some other officer or agent of the Corporation: and in general he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board.

Section 3.7. Vice-President. In the absence of the President or in event of the President's inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice Presidents in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice-President shall perform such other duties as may be assigned by the President or by the Board

Section 3.8. Treasurer. The office of Treasurer shall be occupied by the duly appointed and acting Treasurer of the Economic Alliance. If required by the Board, the Treasurer shall give a bond for the faithful discharge of the Treasurer's duties in such sum and with such surety as the Board shall determine. He or she shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for moneys due and payable to the Corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article V (Contracts, Checks, Deposits and Funds) of these Bylaws; and in general perform all the duties incident to the office of Treasurer and such other duties as may be assigned to the Treasurer by the President or by the Board.

Section 3.9. Secretary. The office of Secretary shall be occupied by the duly appointed and acting Secretary of the Economic Alliance. The Secretary shall keep the minutes of the meetings of the members and of the Board in books provided for that purpose, see that all notices are given in accordance with the provisions of these Bylaws or as required by law, be custodian of the corporate records, keep a register of the post office address of each member which shall be furnished to the Secretary by that member; and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the President or by the Board.

Section 3.10. Assistant Treasurers and Assistant Secretaries. If required by the Board, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board shall determine. The Assistant Treasurers and Assistant Secretaries, in general, shall perform the duties assigned to them by the Treasurer or the Secretary or by the President or the Board.

ARTICLE IV
COMMITTEES

Section 4.1. Committees of Directors. The Board, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees, which committees, to the extent provided in the resolution, shall have and exercise the authority of the Board in the management of the Corporation; provided, however, that no such committee shall have the authority of the Board in reference to: amending, altering or repealing the Bylaws, electing, appointing or removing any member of any such committee or any Director or officer of the Corporation; amending the Articles or revoking proceedings therefor, adopting a plan for the distribution of the assets or the Corporation, or amending, altering or repealing any resolution of the Board which by its terms provides that shall not be amended, altered or repealed by the committee. The appointment of any such committee and the delegation of authority shall not operate to relive the Board of any responsibility imposed upon it by law.

Section 4.2. Other Committees. The Board may create such other committees (not having and exercising the authority of the Board in the management of the Corporation) as may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present or by the management committee. Except as otherwise provided in the resolution, the President of the Corporation shall appoint the members of the committees. Any member may be removed by the person authorized to appoint such member whenever in their judgment the best interests of the Corporation shall be served by such removal.

Section 4.3. Term of Office. Each member of a committee shall continue as a member until such member resigns or is removed by the President of the Board, or until whatever terms created by the Board for such committee expire

Section 4.4. Chair. One member of each committee shall be appointed chair by the person or persons authorized to appoint the members of the committee.

Section 4.5. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 4.6. Quorum. Unless otherwise provided in the resolution of the Board designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee

Section 4.7. Rules. Each committee may adopt rules for its own government not inconsistent with these Bylaws or with rules adopted by the Board

ARTICLE V
CONTRACTS. CHECKS. DEPOSITS AND FUNDS

Section 5.1. Contracts The Board may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances

Section 5.2. Checks, Drafts, etc. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by those officers or agents of the Corporation and in a manner as shall be determined by resolution of the Board In the absence of this determination by the Board, the instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President or a Vice-President of the Corporation.

Section 5.3. Deposits. All funds of the Corporation shall be deposited to the credit of the Corporation in the bank, trust companies or other depositories as the Board may select

Section 5.4. Gifts. The Board may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation

ARTICLE VI
BOOKS AND RECORDS

Section 6.1. Books and Records. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board and (where requested by the President of the Board or where otherwise required by law) of committees having any of the authority of the Board, as well as other documents required to be maintained pursuant to the Iowa Act.

Section 6.2. Director's Access to Records. A director is entitled to inspect and copy the books, records, and documents of the Corporation at any reasonable time to the extent reasonably related to the performance of the director's duties as a director, including any duties as a member of a committee, but not for any other purpose or in any manner that would violate any duty to the Corporation

ARTICLE VII
FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December each year.

ARTICLE VIII
WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the Iowa Act or under the provisions of the Articles or the Bylaws of the Corporation, a waiver in writing or electronically transmitted that is signed or consented to by electronic transmission by the persons entitled to the notice, whether before or after the time stated there, shall be deemed equivalent to the giving of notice

ARTICLE IX
VOTING OF SHARES, ETC. OWNED BY CORPORATION

Subject always to the specific directions of the Board of Directors, any shares of stock issued by any other corporation, or any units, partnership, membership or ownership interests issued by any limited liability company, partnership or entity, and owned or controlled by the Corporation, or any membership interest of the Corporation in any nonprofit corporation, may be voted at any shareholders', members', partners', owners' or member's meeting of such other corporation, limited liability company, partnership or entity, by the President of the Corporation if present, or if absent, by any Vice-President of the Corporation who may be present. Whenever, in the judgment of the President, it is desirable for the Corporation to execute a proxy or give a consent in respect to any shares of stock issued by any other corporation, or any units, or partnership, membership or ownership interests issued by any limited liability company, partnership or entity, and owned or controlled by the Corporation, or any membership interest of the Corporation in any nonprofit corporation, such proxy or consent shall be executed in the name of the Corporation by the President of the Corporation without necessity of any authorization by the Board of Directors. Any person or persons designated in the manner above stated as the proxy or proxies of the Corporation shall have full right, power and authority to vote the share or shares of stock issued by such other corporation, or any units, or partnership, membership or ownership interests issued by any limited liability company, partnership or entity, and owned by the Corporation, or any membership interest of the Corporation in any nonprofit corporation, the same as such shares, units, partnership, membership or ownership interests might be voted

ARTICLE X
ELECTRONIC TRANSMISSION

"Electronic transmission" or "electronically transmitted" means any process of communication not directly involving the physical transfer of paper that is suitable for the retention, retrieval, and reproduction of information by the recipient Notice by electronic transmission is written notice Notices and written consents may be given by electronic transmission. Each written consent given by electronic transmission shall contain an electronic signature of the person giving such written consent

ARTICLE XI
PERSONAL LIABILITY AND INDEMNIFICATION

Section 11.1. Limitation of Liability. Except as otherwise provided by the Iowa Act, as now in effect or as hereafter amended, Directors, officers, and employees of the Corporation shall not be liable for the Corporation's debts or obligations, and directors, officers, or other volunteers shall not be personally liable in such capacity for a claim based upon an act or omission of the person performed in the discharge of their duties, except for (a) the amount of any financial benefit to which the person is not entitled; (b) an intentional infliction of harm on the Corporation; (c) a violation of Section 504.835 of the Iowa Act, or (d) an intentional violation of criminal law.

Section 11.2. Indemnification. Each person who is made a party or is threatened to be made a party to or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (hereafter a "proceeding"), by reason of the fact that the person is or was a Director or officer of the Corporation or is or was serving at the request of the Corporation as a director or officer of another corporation or of a partnership, joint venture, trust or other enterprise, or as a member of a committee of the Corporation, whether the basis of such proceeding is alleged action in an official capacity as a Director or officer, or in any other capacity while serving as a Director or officer, shall be indemnified and held harmless by the Corporation to the fullest extent authorized by the Iowa Act, as it exists or may hereafter be amended, against all expense, liability and loss (including attorney's fees, judgments, fines, taxes, penalties, or amounts paid in settlement) reasonably incurred or suffered by such indemnitee in connection with such proceeding, and such indemnification shall continue as to an indemnitee who has ceased to be a Director or officer and shall inure to the benefit of the indemnitee's heirs, executors and administrators

Section 11.3. Advancement of Expenses. The Corporation may advance expenses as provided in Section 504.854 of the Iowa Act. Any person who believes such person is entitled to indemnification under this Article may seek a court determination of such person's right to indemnification or the advance of expenses under Section 504.855 of the Iowa Act.

Section 11.4. Non-Exclusivity of Rights The right to indemnification and the payment of expenses incurred in defending a proceeding in advance of its final disposition conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Incorporation, any bylaw or agreement.

Section 11.5. Insurance. The Corporation may maintain insurance, at its expense, to protect itself and any person who is or was serving as a Director, officer, employee, volunteer or agent of the Corporation or any person who is or was serving at the request of the Corporation as a director, officer, trustee, member, manager, employee or agent of another corporation, partnership, joint venture, limited liability company, trust, employee benefit plan or other enterprise against any expense, liability or loss incurred in such capacity, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under Iowa law. The Corporation's obligation to make indemnification and pay expenses under this Article shall be in excess of any insurance purchased and maintained by the Corporation, but such insurance, if any, shall be the primary source of indemnification. To the extent that indemnity or expenses of a person entitled to indemnification are paid on behalf of or to such person by insurance, such payments shall be deemed in satisfaction of the Corporation's obligations to such person under this Article and applicable law.

Section 11.6. Limitation on Indemnification. Notwithstanding any other provision of this Article to the contrary the Corporation's obligation to provide indemnification to a Director, officer, employee or agent who is or was serving at the request of the Corporation as a Director, officer, trustee, member, manager, employee or agent of another corporation or of a partnership, joint venture, limited liability company, trust or other enterprise, including service with respect to employee benefit plans, shall be secondary to any indemnification obligation of such other entity to such person.

Section 11.7. Effect of Amendment. Any amendment, repeal, or modification of any provision of this Article shall not adversely affect any right or protection of a Director or officer of the Corporation existing at the time of such amendment, repeal, or modification.

ARTICLE XII
AMENDMENTS TO BYLAWS

These Bylaws may be altered, amended or repealed and new bylaws may be adopted by a majority of the Directors present at any regular meeting or at any special meeting, if at least two (2) days' written notice is given of intention to alter, amend or repeal or to adopt new bylaws at the meeting.

Adopted by the Corporation as of the 18th day of June, 2012.

Douglas Newman Secretary

ACC
7/31

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions
CEDAR RAPIDS METRO ECONOMIC ALLIANCE

Employer identification number (EIN) or
42-0172900

Number, street, and room or suite no. If a P.O. box, see instructions.
C/O CLIFTONLARSONALLEN LLP - 600 3RD AVE SE, #300

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
CEDAR RAPIDS, IA 52401

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ DEE BAIRD
501 FIRST ST. SE - CEDAR RAPIDS, IA 52401
Telephone No. ▶ 319-398-5317 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012, or other tax year beginning ________, and ending ________.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NECESSARY IN ORDER TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 0.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CPA Date ▶

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01-21-13

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