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Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission

THE ORGANIZATION'S PRIMARY EXEMPT PURPOSE IS TO PROVIDE ACCESS TO AND CONDUCT ACTIVITIES IN FURTHERANCE OF HIGHER EDUCATION

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

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

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O

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

4a (Code ) (Expenses \$ 95,214,517 including grants of \$ 19,465,587 ) (Revenue \$ 226,340,814 )

MASSACHUSETTS HIGHER EDUCATION ASSISTANCE CORPORATION (MHEAC) RELIEVES THE BURDENS OF GOVERNMENT AND ASSISTS STUDENTS AND PARENTS IN SUCCESSFULLY COMPLETING A PROGRAM OF HIGHER EDUCATION BY CONTINUING TO ACT AS A GUARANTOR OF STUDENT LOANS MADE BY LENDERS, IN CONNECTION WITH THE FEDERAL HIGHER EDUCATION ACT OF 1965 IN ADDITION, MHEAC ENGAGES IN A VARIETY OF ACTIVITIES IN FURTHERANCE OF HIGHER EDUCATION

4b (Code ) (Expenses \$ 68,846,858 including grants of \$ ) (Revenue \$ 703,639 )

FINANCIAL LITERACY PROGRAMS - MHEAC HAS DEVELOPED A COMPREHENSIVE MULTI-CHANNEL FINANCIAL LITERACY AND EDUCATION DEBT MANAGEMENT PROGRAM THAT IS AVAILABLE PRIMARILY THROUGH PARTICIPATING INSTITUTIONS OF HIGHER EDUCATION AND WHICH BUILDS ON MHEAC'S EXPERIENCE IN HELPING PARTICIPANTS IN THE FEDERAL STUDENT LOAN PROGRAM THIS EVOLVED PROGRAM - KNOWN AS SALT - IS OFFERED FREE TO THE END USER AND COMBINES WEB-BASED EDUCATIONAL FINANCIAL LITERACY AND STUDENT LOAN CONTENT WITH SPECIALIZED OUTREACH CAMPAIGNS ABOUT LOAN MANAGEMENT OPTIONS, PHONE COUNSELING AND ON-CAMPUS EDUCATION PROGRAMS

4c (Code ) (Expenses \$ 3,099,418 including grants of \$ ) (Revenue \$ )

COLLEGE ACCESS PROGRAMS - MHEAC OFFERS FREE COMPREHENSIVE INFORMATION, GUIDANCE AND PRACTICAL HELP TO ASSIST UNDERSERVED AND UNDER-REPRESENTED INDIVIDUALS GAIN ACCESS TO AND SUCCEED WITHIN THE POST-SECONDARY EDUCATION SYSTEM HIGH SCHOOL STUDENTS ARE ABLE TO PARTICIPATE IN SCHOOL-BASED PROGRAMS THAT INCLUDE COLLEGE CAMPUS TOURS, SUMMER COLLEGE PREPARATORY PROGRAMS, STANDARDIZED TEST PREPARATION, SCHOLARSHIP SEARCH, COLLEGE SELECTION AND THE APPLICATION PROCESS INDIVIDUALS WITHOUT ACCESS TO SCHOOL-BASED PROGRAMS ARE PROVIDED SERVICES AT SEVERAL DEDICATED COLLEGE PLANNING CENTERS (CPCS) BASED IN URBAN COMMUNITIES THE SERVICES INCLUDE INDIVIDUALIZED COUNSELING ON THE COLLEGE PLANNING, APPLICATION AND FINANCING PROCESSES

4d Other program services (Describe in Schedule O )

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

4e Total program service expenses 167,160,793

Part IV

Checklist of Required Schedules

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

Part IV

Checklist of Required Schedules (continued)

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

Part V

Statements Regarding Other IRS Filings and Tax Compliance

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

|     |                                                                                                                                                                                                                                                                              | Yes | No |
|-----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| 1a  | Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.                                                                                                                                                                                                | 148 |    |
| b   | Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.                                                                                                                                                                                             | 0   |    |
| c   | Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?                                                                                                                     | Yes |    |
| 2a  | Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.                                                                                               | 635 |    |
| b   | If at least one is reported on line 2a, did the organization file all required federal employment tax returns?<br><b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).                                          | Yes |    |
| 3a  | Did the organization have unrelated business gross income of \$1,000 or more during the year?                                                                                                                                                                                | Yes |    |
| b   | If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.                                                                                                                                                                            | Yes |    |
| 4a  | At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?                                   |     | No |
| b   | If "Yes," enter the name of the foreign country: _____<br>See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.                                                                                                     |     |    |
| 5a  | Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?                                                                                                                                                                        |     | No |
| b   | Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?                                                                                                                                                             |     | No |
| c   | If "Yes," to line 5a or 5b, did the organization file Form 8886-T?                                                                                                                                                                                                           |     |    |
| 6a  | Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?                                                                      |     | No |
| b   | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?                                                                                                                                |     |    |
| 7   | <b>Organizations that may receive deductible contributions under section 170(c).</b>                                                                                                                                                                                         |     |    |
| 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?                                                                                                                              |     | No |
| b   | If "Yes," did the organization notify the donor of the value of the goods or services provided?                                                                                                                                                                              |     |    |
| c   | Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?                                                                                                                                         |     | No |
| d   | If "Yes," indicate the number of Forms 8282 filed during the year.                                                                                                                                                                                                           | 7d  |    |
| e   | Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?                                                                                                                                                              | 7e  | No |
| f   | Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?                                                                                                                                                                 | 7f  | No |
| g   | If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?                                                                                                                                             | 7g  |    |
| h   | If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?                                                                                                                                           | 7h  |    |
| 8   | <b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> 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   | <b>Sponsoring organizations maintaining donor advised funds.</b>                                                                                                                                                                                                             |     |    |
| 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  | <b>Section 501(c)(7) organizations.</b> 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  | <b>Section 501(c)(12) organizations.</b> 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 | <b>Section 4947(a)(1) non-exempt charitable trusts.</b> 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  | <b>Section 501(c)(29) qualified nonprofit health insurance issuers.</b>                                                                                                                                                                                                      |     |    |
| a   | Is the organization licensed to issue qualified health plans in more than one state?<br><b>Note.</b> See the instructions for additional information the organization must report on Schedule O.                                                                             | 13a |    |
| b   | Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.                                                                                                                   | 13b |    |
| c   | Enter the amount of reserves on hand.                                                                                                                                                                                                                                        | 13c |    |
| 14a | Did the organization receive any payments for indoor tanning services during the tax year?                                                                                                                                                                                   | 14a | No |
| b   | If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.                                                                                                                                                                   | 14b |    |

Part VI

Governance, Management, and Disclosure

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

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

Section A. Governing Body and Management

|                                                                                                                                                                                                                  |                                                                                                                                                                                                                     |     |     |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|
|                                                                                                                                                                                                                  |                                                                                                                                                                                                                     | Yes | No  |
| 1a                                                                                                                                                                                                               | Enter the number of voting members of the governing body at the end of the tax year                                                                                                                                 | 13  |     |
| If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O |                                                                                                                                                                                                                     |     |     |
| 1b                                                                                                                                                                                                               | Enter the number of voting members included in line 1a, above, who are independent                                                                                                                                  | 12  |     |
| 2                                                                                                                                                                                                                | Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?                                               | 2   | No  |
| 3                                                                                                                                                                                                                | Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person? | 3   | No  |
| 4                                                                                                                                                                                                                | Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?                                                                                                    | 4   | No  |
| 5                                                                                                                                                                                                                | Did the organization become aware during the year of a significant diversion of the organization's assets?                                                                                                          | 5   | No  |
| 6                                                                                                                                                                                                                | Did the organization have members or stockholders?                                                                                                                                                                  | 6   | No  |
| 7a                                                                                                                                                                                                               | Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?                                                                  | 7a  | No  |
| 7b                                                                                                                                                                                                               | Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?                                                           | 7b  | No  |
| 8                                                                                                                                                                                                                | Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following                                                                                    |     |     |
| 8a                                                                                                                                                                                                               | The governing body?                                                                                                                                                                                                 | 8a  | Yes |
| 8b                                                                                                                                                                                                               | Each committee with authority to act on behalf of the governing body?                                                                                                                                               | 8b  | Yes |
| 9                                                                                                                                                                                                                | Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O        | 9   | No  |

Section B. Policies

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

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

Section C. Disclosure

|    |                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                  |
|----|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|
| 17 | List the States with which a copy of this Form 990 is required to be filed                                                                                                                                                                                                                                                                                                                                     | MA                                                               |
| 18 | Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.<br><input type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> Other (explain in Schedule O) |                                                                  |
| 19 | Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year                                                                                                                                                                                                              |                                                                  |
| 20 | State the name, physical address, and telephone number of the person who possesses the books and records of the organization                                                                                                                                                                                                                                                                                   | BARBARA MATEZ100 CAMBRIDGE STREET 1600 BOSTON, MA (617) 535-2113 |

Part VII

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

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

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

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

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

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

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

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

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

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

| (A)<br>Name and Title                                     | (B)<br>Average hours per week (list any hours for related organizations below dotted line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W- 2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W- 2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|-----------------------------------------------------------|--------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|-----------------------|---------|--------------|------------------------------|--------|-----------------------------------------------------------------------|----------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                                                           |                                                                                            | Individual trustee or director                                                                            | Institutional Trustee | Officer | Key employee | Highest compensated employee | Former |                                                                       |                                                                            |                                                                                               |
| (1) PAUL COMBE<br>PRESIDENT / CEO                         | 40 00                                                                                      | X                                                                                                         |                       | X       |              |                              |        | 382,186                                                               | 0                                                                          | 128,536                                                                                       |
| (2) RANDALL BEHM<br>DIR /CHAIR OF FIN PLANNING COMM       | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 27,950                                                                | 0                                                                          | 0                                                                                             |
| (3) STEPHEN BIKLEN<br>DIRECTOR                            | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 30,050                                                                | 0                                                                          | 0                                                                                             |
| (4) JEAN EDDY<br>DIRECTOR                                 | 2 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 28,400                                                                | 0                                                                          | 0                                                                                             |
| (5) CAROL FULP<br>DIR /CHAIR OF MARKET PLANNING COMM      | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 22,450                                                                | 0                                                                          | 0                                                                                             |
| (6) LAWRENCE GENNARI<br>DIRECTOR                          | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 23,050                                                                | 0                                                                          | 0                                                                                             |
| (7) ANDY GOMEZ<br>DIRECTOR                                | 2 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 25,100                                                                | 0                                                                          | 0                                                                                             |
| (8) THOMAS GRAF<br>DIR /CHAIR OF AUJDT COMMITTEE          | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 21,900                                                                | 0                                                                          | 0                                                                                             |
| (9) DIONE KENYON<br>DIR /CHAIR OF BOARD                   | 2 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 32,900                                                                | 0                                                                          | 0                                                                                             |
| (10) PETER READ<br>DIR /BOARD VICE CHAIR                  | 2 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 30,750                                                                | 0                                                                          | 0                                                                                             |
| (11) DONALD REAVES<br>DIR /CHAIR OF GOVERNANCE COMM       | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 17,500                                                                | 0                                                                          | 0                                                                                             |
| (12) PIEDAD ROBERTSON<br>DIRECTOR                         | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 26,200                                                                | 0                                                                          | 0                                                                                             |
| (13) PETER SEGALL<br>DIR /CHAIR OF COMPENSATION COMMITTEE | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 22,850                                                                | 0                                                                          | 0                                                                                             |
| (14) GRACE BARTINI<br>VP OMBUDSMAN                        | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 180,000                                                               | 0                                                                          | 61,132                                                                                        |
| (15) DEBRA CHROMY<br>VP STRATEGIC PARTNERSHIPS            | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 261,052                                                               | 0                                                                          | 54,743                                                                                        |
| (16) BRIAN CURTIS<br>VP INFORMATION SERVICES/CIO          | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 277,654                                                               | 0                                                                          | 54,699                                                                                        |
| (17) MICHAEL FINN<br>EXECUTIVE VP & COO                   | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 307,337                                                               | 0                                                                          | 97,106                                                                                        |

Part VII

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

| (A)<br>Name and Title                                                  | (B)<br>Average hours per week (list any hours for related organizations below dotted line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W- 2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W- 2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|-----------------------|---------|--------------|------------------------------|--------|-----------------------------------------------------------------------|----------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                                                                        |                                                                                            | Individual trustee or director                                                                            | Institutional Trustee | Officer | Key employee | Highest compensated employee | Former |                                                                       |                                                                            |                                                                                               |
| (18) BARBARA MATEZ<br>VP FINANCE & CFO                                 | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 236,990                                                               | 0                                                                          | 56,321                                                                                        |
| (19) SUSAN NATHAN<br>VP CONSUMER SERVICES                              | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 251,601                                                               | 0                                                                          | 70,347                                                                                        |
| (20) LAUREN ROLFE<br>VP HUMAN RESOURCES                                | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 226,726                                                               | 0                                                                          | 58,177                                                                                        |
| (21) MICHAEL RYAN<br>VP BORROWER SERVICES                              | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 239,601                                                               | 0                                                                          | 63,621                                                                                        |
| (22) JOHN CHRISTOPHER SHEEHAN<br>VP & GENERAL COUNSEL                  | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 239,929                                                               | 0                                                                          | 48,977                                                                                        |
| (23) SUZANNE BURTON-KIRDAHY<br>M D CONSUMER PRODUCTS/MKTG              | 40 00                                                                                      |                                                                                                           |                       |         | X            |                              |        | 205,588                                                               | 0                                                                          | 47,357                                                                                        |
| (24) PAMA MILLER<br>M D BORROWER SERVICES                              | 40 00                                                                                      |                                                                                                           |                       |         | X            |                              |        | 183,464                                                               | 0                                                                          | 42,524                                                                                        |
| (25) ROBERT MORAN<br>M D RISK MANAGEMENT                               | 40 00                                                                                      |                                                                                                           |                       |         | X            |                              |        | 201,997                                                               | 0                                                                          | 38,353                                                                                        |
| (26) NEETA KOTECHA<br>CONTROLLER                                       | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 155,318                                                               | 0                                                                          | 29,394                                                                                        |
| (27) MICHAEL KRADAS<br>DIRECTOR OF TRAINING & INTERNAL COMM            | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 163,717                                                               | 0                                                                          | 49,856                                                                                        |
| (28) LINDA HENCH-GENTILE<br>INFORMATION SERVICES MANAGER               | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 153,059                                                               | 0                                                                          | 49,787                                                                                        |
| (29) ANITA MYLES<br>NATIONAL DIRECTOR, SCHOOL CHANNEL                  | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 158,527                                                               | 0                                                                          | 31,272                                                                                        |
| (30) GREGORY PAKHLADZHYAN<br>DIR OF LEGAL AFFAIRS & DEPUTY GEN COUNSEL | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 150,500                                                               | 0                                                                          | 36,178                                                                                        |
| 1b Sub-Total                                                           |                                                                                            |                                                                                                           |                       |         |              |                              |        |                                                                       |                                                                            |                                                                                               |
| c Total from continuation sheets to Part VII, Section A                |                                                                                            |                                                                                                           |                       |         |              |                              |        |                                                                       |                                                                            |                                                                                               |
| d Total (add lines 1b and 1c)                                          |                                                                                            |                                                                                                           |                       |         |              |                              |        | 4,284,346                                                             | 0                                                                          | 1,018,380                                                                                     |

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▶136

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

Section B. Independent Contractors

| 1                                                                         | Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization Report compensation for the calendar year ending with or within the organization's tax year |                     |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|
| (A)<br>Name and business address                                          | (B)<br>Description of services                                                                                                                                                                                                                    | (C)<br>Compensation |
| PERFORMANT RECOVERY 333 NORTH CANYONS PARKWAY SUITE 10 LIVERMORE CA 94551 | DEBT COLLECTION ASSISTANCE                                                                                                                                                                                                                        | 26,227,307          |
| DELTA MANAGEMENT ASSOCIATES PO BOX 9191 CHELSEA MA 02150                  | DEBT COLLECTION ASSISTANCE                                                                                                                                                                                                                        | 15,100,729          |
| F H CANN & ASSOCIATES 1600 OSGOOD STREET NORTH ANDOVER MA 01845           | DEBT COLLECTION ASSISTANCE                                                                                                                                                                                                                        | 5,921,672           |
| NCO FINANCIAL SYSTEMS INC 24886 NETWORK PLACE CHICAGO IL 606731248        | DEBT COLLECTION ASSISTANCE                                                                                                                                                                                                                        | 5,277,986           |
| IQOR PO BOX 951503 CLEVELAND OH 44193                                     | DEBT COLLECTION ASSISTANCE                                                                                                                                                                                                                        | 4,215,449           |
| 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 ▶43                                                                              |                     |

Part VIII

Statement of Revenue

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

|                                                           |                                                        |                                                                                                                                               | (A)<br>Total revenue                                                                      | (B)<br>Related or<br>exempt<br>function<br>revenue | (C)<br>Unrelated<br>business<br>revenue | (D)<br>Revenue<br>excluded from<br>tax under<br>sections<br>512, 513, or<br>514 |           |           |
|-----------------------------------------------------------|--------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|----------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------------------|-----------|-----------|
| Contributions, Gifts, Grants<br>and Other Similar Amounts | 1a                                                     | Federated campaigns . . .                                                                                                                     | 1a                                                                                        |                                                    |                                         |                                                                                 |           |           |
|                                                           | b                                                      | Membership dues . . . . .                                                                                                                     | 1b                                                                                        |                                                    |                                         |                                                                                 |           |           |
|                                                           | c                                                      | Fundraising events . . . . .                                                                                                                  | 1c                                                                                        |                                                    |                                         |                                                                                 |           |           |
|                                                           | d                                                      | Related organizations . . . .                                                                                                                 | 1d                                                                                        |                                                    |                                         |                                                                                 |           |           |
|                                                           | e                                                      | Government grants (contributions)                                                                                                             | 1e                                                                                        | 1,680,766                                          |                                         |                                                                                 |           |           |
|                                                           | f                                                      | All other contributions, gifts, grants, and<br>similar amounts not included above                                                             | 1f                                                                                        | 245,000                                            |                                         |                                                                                 |           |           |
|                                                           | g                                                      | Noncash contributions included in lines<br>1a-1f \$                                                                                           |                                                                                           |                                                    |                                         |                                                                                 |           |           |
|                                                           | h                                                      | Total. Add lines 1a-1f . . . . .                                                                                                              |                                                                                           | 1,925,766                                          |                                         |                                                                                 |           |           |
| Program Service Revenue                                   | 2a                                                     | REHABILITATED COLLECTI                                                                                                                        | Business Code                                                                             | 900099                                             | 156,920,551                             | 156,920,551                                                                     |           |           |
|                                                           | b                                                      | CONSOLIDATED COLLECTIO                                                                                                                        |                                                                                           | 900099                                             | 32,956,972                              | 32,956,972                                                                      |           |           |
|                                                           | c                                                      | ACCOUNT MAINTENANCE FE                                                                                                                        |                                                                                           | 900099                                             | 20,114,514                              | 20,114,514                                                                      |           |           |
|                                                           | d                                                      | REGULAR DEFAULT RECOVER                                                                                                                       |                                                                                           | 900099                                             | 13,491,602                              | 13,491,602                                                                      |           |           |
|                                                           | e                                                      | DEFAULT AVERSION FEES                                                                                                                         |                                                                                           | 900099                                             | 2,738,405                               | 2,738,405                                                                       |           |           |
|                                                           | f                                                      | All other program service revenue                                                                                                             |                                                                                           |                                                    | 4,101,570                               | 822,409                                                                         | 3,279,161 |           |
|                                                           | g                                                      | Total. Add lines 2a-2f . . . . .                                                                                                              |                                                                                           | 230,323,614                                        |                                         |                                                                                 |           |           |
|                                                           | Other Revenue                                          | 3                                                                                                                                             | Investment income (including dividends, interest,<br>and other similar amounts) . . . . . |                                                    | 1,449,706                               |                                                                                 |           | 1,449,706 |
| 4                                                         |                                                        | Income from investment of tax-exempt bond proceeds . . . . .                                                                                  |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| 5                                                         |                                                        | Royalties . . . . .                                                                                                                           |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| 6a                                                        |                                                        | Gross rents                                                                                                                                   | (i) Real                                                                                  | (ii) Personal                                      |                                         |                                                                                 |           |           |
|                                                           |                                                        |                                                                                                                                               | 1,230,838                                                                                 |                                                    |                                         |                                                                                 |           |           |
|                                                           |                                                        | b                                                                                                                                             | Less rental expenses                                                                      |                                                    | 1,193,215                               |                                                                                 |           |           |
|                                                           |                                                        | c                                                                                                                                             | Rental income or (loss)                                                                   |                                                    | 37,623                                  |                                                                                 |           |           |
| d                                                         |                                                        | Net rental income or (loss) . . . . .                                                                                                         |                                                                                           | 37,623                                             |                                         |                                                                                 | 37,623    |           |
| 7a                                                        |                                                        | Gross amount from sales of<br>assets other than inventory                                                                                     | (i) Securities                                                                            | (ii) Other                                         |                                         |                                                                                 |           |           |
|                                                           |                                                        |                                                                                                                                               | 88,995,274                                                                                |                                                    |                                         |                                                                                 |           |           |
|                                                           |                                                        | b                                                                                                                                             | Less cost or other basis and<br>sales expenses                                            |                                                    | 89,169,631                              |                                                                                 |           |           |
|                                                           |                                                        | c                                                                                                                                             | Gain or (loss)                                                                            |                                                    | -174,357                                |                                                                                 |           |           |
| d                                                         |                                                        | Net gain or (loss) . . . . .                                                                                                                  |                                                                                           | -174,357                                           |                                         |                                                                                 | -174,357  |           |
| 8a                                                        |                                                        | Gross income from fundraising<br>events (not including<br>\$ _____<br>of contributions reported on line 1c)<br>See Part IV, line 18 . . . . . | a                                                                                         |                                                    |                                         |                                                                                 |           |           |
| b                                                         |                                                        | Less direct expenses . . . . .                                                                                                                | b                                                                                         |                                                    |                                         |                                                                                 |           |           |
| c                                                         |                                                        | Net income or (loss) from fundraising events . . . . .                                                                                        |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| 9a                                                        |                                                        | Gross income from gaming activities<br>See Part IV, line 19 . . . . .                                                                         | a                                                                                         |                                                    |                                         |                                                                                 |           |           |
| b                                                         |                                                        | Less direct expenses . . . . .                                                                                                                | b                                                                                         |                                                    |                                         |                                                                                 |           |           |
| c                                                         |                                                        | Net income or (loss) from gaming activities . . . . .                                                                                         |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| 10a                                                       |                                                        | Gross sales of inventory, less<br>returns and allowances . . . . .                                                                            | a                                                                                         |                                                    |                                         |                                                                                 |           |           |
| b                                                         | Less cost of goods sold . . . . .                      | b                                                                                                                                             |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| c                                                         | Net income or (loss) from sales of inventory . . . . . |                                                                                                                                               |                                                                                           |                                                    |                                         |                                                                                 |           |           |
|                                                           | Miscellaneous Revenue                                  | Business Code                                                                                                                                 |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| 11a                                                       |                                                        |                                                                                                                                               |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| b                                                         |                                                        |                                                                                                                                               |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| c                                                         |                                                        |                                                                                                                                               |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| d                                                         | All other revenue . . . . .                            |                                                                                                                                               |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| e                                                         | Total. Add lines 11a-11d . . . . .                     |                                                                                                                                               |                                                                                           |                                                    |                                         |                                                                                 |           |           |
| 12                                                        | Total revenue. See Instructions . . . . .              |                                                                                                                                               | 233,562,352                                                                               | 227,044,453                                        | 3,279,161                               | 1,312,972                                                                       |           |           |

Part IX

Statement of Functional Expenses

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

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

| Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII. |                                                                                                                                                                                                                                         | (A)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------------|----------------------------------------|-----------------------------|
| 1                                                                              | Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.                                                                                                                                | 19,465,587            | 19,465,587                      |                                        |                             |
| 2                                                                              | Grants and other assistance to individuals in the United States. See Part IV, line 22.                                                                                                                                                  |                       |                                 |                                        |                             |
| 3                                                                              | Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.                                                                                                     |                       |                                 |                                        |                             |
| 4                                                                              | Benefits paid to or for members.                                                                                                                                                                                                        |                       |                                 |                                        |                             |
| 5                                                                              | Compensation of current officers, directors, trustees, and key employees.                                                                                                                                                               | 4,433,192             | 1,191,161                       | 3,242,031                              |                             |
| 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.                                                                                                                                                                                                               | 41,244,336            | 35,617,133                      | 5,627,203                              |                             |
| 8                                                                              | Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).                                                                                                                                     | 7,765,671             | 6,594,186                       | 1,171,485                              |                             |
| 9                                                                              | Other employee benefits.                                                                                                                                                                                                                | 5,645,894             | 4,758,659                       | 887,235                                |                             |
| 10                                                                             | Payroll taxes.                                                                                                                                                                                                                          | 3,902,814             | 3,279,220                       | 623,594                                |                             |
| 11                                                                             | Fees for services (non-employees):                                                                                                                                                                                                      |                       |                                 |                                        |                             |
| a                                                                              | Management.                                                                                                                                                                                                                             |                       |                                 |                                        |                             |
| b                                                                              | Legal.                                                                                                                                                                                                                                  | 409,516               |                                 | 409,516                                |                             |
| c                                                                              | Accounting.                                                                                                                                                                                                                             | 168,880               |                                 | 168,880                                |                             |
| d                                                                              | Lobbying.                                                                                                                                                                                                                               |                       |                                 |                                        |                             |
| e                                                                              | Professional fundraising services. See Part IV, line 17.                                                                                                                                                                                |                       |                                 |                                        |                             |
| f                                                                              | Investment management fees.                                                                                                                                                                                                             |                       |                                 |                                        |                             |
| g                                                                              | Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).                                                                                                                             | 9,297,852             | 9,297,852                       |                                        |                             |
| 12                                                                             | Advertising and promotion.                                                                                                                                                                                                              | 2,019,826             | 2,007,089                       | 12,737                                 |                             |
| 13                                                                             | Office expenses.                                                                                                                                                                                                                        | 4,705,772             | 3,989,062                       | 716,710                                |                             |
| 14                                                                             | Information technology.                                                                                                                                                                                                                 | 5,199,645             | 4,510,763                       | 688,882                                |                             |
| 15                                                                             | Royalties.                                                                                                                                                                                                                              |                       |                                 |                                        |                             |
| 16                                                                             | Occupancy.                                                                                                                                                                                                                              | 4,090,874             | 3,530,020                       | 560,854                                |                             |
| 17                                                                             | Travel.                                                                                                                                                                                                                                 | 1,051,513             | 911,481                         | 140,032                                |                             |
| 18                                                                             | Payments of travel or entertainment expenses for any federal, state, or local public officials.                                                                                                                                         |                       |                                 |                                        |                             |
| 19                                                                             | Conferences, conventions, and meetings.                                                                                                                                                                                                 | 810,158               | 677,412                         | 132,746                                |                             |
| 20                                                                             | Interest.                                                                                                                                                                                                                               |                       |                                 |                                        |                             |
| 21                                                                             | Payments to affiliates.                                                                                                                                                                                                                 |                       |                                 |                                        |                             |
| 22                                                                             | Depreciation, depletion, and amortization.                                                                                                                                                                                              | 5,084,323             | 4,086,614                       | 997,709                                |                             |
| 23                                                                             | Insurance.                                                                                                                                                                                                                              | 435,299               |                                 | 435,299                                |                             |
| 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                                                                              | COLLECTION AGENCY FEES                                                                                                                                                                                                                  | 63,866,331            | 63,866,331                      |                                        |                             |
| b                                                                              | CONSULTING AND PROFESSI                                                                                                                                                                                                                 | 1,389,460             | 777,172                         | 612,288                                |                             |
| c                                                                              | CONTRACTED SERVICES                                                                                                                                                                                                                     | 1,297,970             | 1,055,215                       | 242,755                                |                             |
| d                                                                              | SERVICE CONTRACTS                                                                                                                                                                                                                       | 344,018               | 6,672                           | 337,346                                |                             |
| e                                                                              | All other expenses                                                                                                                                                                                                                      | 2,353,481             | 1,539,164                       | 814,317                                |                             |
| 25                                                                             | Total functional expenses. Add lines 1 through 24e.                                                                                                                                                                                     | 184,982,412           | 167,160,793                     | 17,821,619                             | 0                           |
| 26                                                                             | Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720). |                       |                                 |                                        |                             |

Part X

Balance Sheet

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

☐

|                             |                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                              |     |             | (A)               |             | (B)         |
|-----------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-------------|-------------------|-------------|-------------|
|                             |                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                              |     |             | Beginning of year |             | End of year |
| Assets                      | 1                                                                                                                                                   | Cash—non-interest-bearing . . . . .                                                                                                                                                                                                                                                                                          |     |             | 77,715,365        | 1           | 7,505,746   |
|                             | 2                                                                                                                                                   | Savings and temporary cash investments . . . . .                                                                                                                                                                                                                                                                             |     |             | 13,209,247        | 2           | 103,546,051 |
|                             | 3                                                                                                                                                   | Pledges and grants receivable, net . . . . .                                                                                                                                                                                                                                                                                 |     |             |                   | 3           |             |
|                             | 4                                                                                                                                                   | Accounts receivable, net . . . . .                                                                                                                                                                                                                                                                                           |     |             | 79,488,077        | 4           | 85,187,824  |
|                             | 5                                                                                                                                                   | Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L . . . . .                                                                                                                                                 |     |             |                   | 5           |             |
|                             | 6                                                                                                                                                   | Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L |     |             |                   | 6           |             |
|                             | 7                                                                                                                                                   | Notes and loans receivable, net . . . . .                                                                                                                                                                                                                                                                                    |     |             |                   | 7           |             |
|                             | 8                                                                                                                                                   | Inventories for sale or use . . . . .                                                                                                                                                                                                                                                                                        |     |             |                   | 8           |             |
|                             | 9                                                                                                                                                   | Prepaid expenses and deferred charges . . . . .                                                                                                                                                                                                                                                                              |     |             | 1,980,241         | 9           | 2,437,363   |
|                             | 10a                                                                                                                                                 | Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D                                                                                                                                                                                                                                            | 10a | 46,169,696  | 12,076,109        | 10c         | 11,401,508  |
|                             | b                                                                                                                                                   | Less accumulated depreciation . . . . .                                                                                                                                                                                                                                                                                      | 10b | 34,768,188  |                   |             |             |
|                             | 11                                                                                                                                                  | Investments—publicly traded securities . . . . .                                                                                                                                                                                                                                                                             |     |             | 134,644,129       | 11          | 165,395,929 |
|                             | 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 . . . . .                                                                                                                                                                                                                                                                                  |     |             | 1,000             | 15          | 1,000       |
| 16                          | Total assets. Add lines 1 through 15 (must equal line 34) . . . . .                                                                                 |                                                                                                                                                                                                                                                                                                                              |     | 319,114,168 | 16                | 375,475,421 |             |
| Liabilities                 | 17                                                                                                                                                  | Accounts payable and accrued expenses . . . . .                                                                                                                                                                                                                                                                              |     |             | 20,115,121        | 17          | 23,750,474  |
|                             | 18                                                                                                                                                  | Grants payable . . . . .                                                                                                                                                                                                                                                                                                     |     |             |                   | 18          |             |
|                             | 19                                                                                                                                                  | Deferred revenue . . . . .                                                                                                                                                                                                                                                                                                   |     |             |                   | 19          |             |
|                             | 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 . . . . .                                                                                                                                               |     |             | 37,166,422        | 25          | 26,110,863  |
|                             | 26                                                                                                                                                  | Total liabilities. Add lines 17 through 25 . . . . .                                                                                                                                                                                                                                                                         |     |             | 57,281,543        | 26          | 49,861,337  |
| Net Assets or Fund Balances | Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34. |                                                                                                                                                                                                                                                                                                                              |     |             |                   |             |             |
|                             | 27                                                                                                                                                  | Unrestricted net assets . . . . .                                                                                                                                                                                                                                                                                            |     |             | 261,832,625       | 27          | 325,614,084 |
|                             | 28                                                                                                                                                  | Temporarily restricted net assets . . . . .                                                                                                                                                                                                                                                                                  |     |             |                   | 28          |             |
|                             | 29                                                                                                                                                  | Permanently restricted net assets . . . . .                                                                                                                                                                                                                                                                                  |     |             |                   | 29          |             |
|                             | Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.                          |                                                                                                                                                                                                                                                                                                                              |     |             |                   |             |             |
|                             | 30                                                                                                                                                  | Capital stock or trust principal, or current funds . . . . .                                                                                                                                                                                                                                                                 |     |             |                   | 30          |             |
|                             | 31                                                                                                                                                  | Paid-in or capital surplus, or land, building or equipment fund . . . . .                                                                                                                                                                                                                                                    |     |             |                   | 31          |             |
|                             | 32                                                                                                                                                  | Retained earnings, endowment, accumulated income, or other funds                                                                                                                                                                                                                                                             |     |             |                   | 32          |             |
|                             | 33                                                                                                                                                  | Total net assets or fund balances . . . . .                                                                                                                                                                                                                                                                                  |     |             | 261,832,625       | 33          | 325,614,084 |
| 34                          | Total liabilities and net assets/fund balances . . . . .                                                                                            |                                                                                                                                                                                                                                                                                                                              |     | 319,114,168 | 34                | 375,475,421 |             |

Part XI Reconciliation of Net Assets

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

|    |                                                                                                               |    |             |
|----|---------------------------------------------------------------------------------------------------------------|----|-------------|
| 1  | Total revenue (must equal Part VIII, column (A), line 12) . . . . .                                           | 1  | 233,562,352 |
| 2  | Total expenses (must equal Part IX, column (A), line 25) . . . . .                                            | 2  | 184,982,412 |
| 3  | Revenue less expenses Subtract line 2 from line 1 . . . . .                                                   | 3  | 48,579,940  |
| 4  | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) . . . . .           | 4  | 261,832,625 |
| 5  | Net unrealized gains (losses) on investments . . . . .                                                        | 5  | -848,578    |
| 6  | Donated services and use of facilities . . . . .                                                              | 6  |             |
| 7  | Investment expenses . . . . .                                                                                 | 7  |             |
| 8  | Prior period adjustments . . . . .                                                                            | 8  |             |
| 9  | Other changes in net assets or fund balances (explain in Schedule O) . . . . .                                | 9  | 16,050,097  |
| 10 | Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B)) | 10 | 325,614,084 |

Part XII Financial Statements and Reporting

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

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

Additional Data

Software ID:

Software Version:

EIN: 04-2254705

Name: MASSACHUSETTS HIGHER EDUCATION ASSISTANCE CORPORATION

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

| (A)<br>Name and Title                                | (B)<br>Average hours per week (list any hours for related organizations below dotted line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|------------------------------------------------------|--------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|-----------------------|---------|--------------|------------------------------|--------|----------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                                                      |                                                                                            | Individual trustee or director                                                                            | Institutional Trustee | Officer | Key employee | Highest compensated employee | Former |                                                                      |                                                                           |                                                                                               |
| PAUL COMBE<br>PRESIDENT / CEO                        | 40 00                                                                                      | X                                                                                                         |                       | X       |              |                              |        | 382,186                                                              | 0                                                                         | 128,536                                                                                       |
| RANDALL BEHM<br>DIR /CHAIR OF FIN PLANNING COMM      | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 27,950                                                               | 0                                                                         | 0                                                                                             |
| STEPHEN BIKLEN<br>DIRECTOR                           | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 30,050                                                               | 0                                                                         | 0                                                                                             |
| JEAN EDDY<br>DIRECTOR                                | 2 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 28,400                                                               | 0                                                                         | 0                                                                                             |
| CAROL FULP<br>DIR /CHAIR OF MARKET PLANNING COMM     | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 22,450                                                               | 0                                                                         | 0                                                                                             |
| LAWRENCE GENNARI<br>DIRECTOR                         | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 23,050                                                               | 0                                                                         | 0                                                                                             |
| ANDY GOMEZ<br>DIRECTOR                               | 2 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 25,100                                                               | 0                                                                         | 0                                                                                             |
| THOMAS GRAF<br>DIR /CHAIR OF AUIDT COMMITTEE         | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 21,900                                                               | 0                                                                         | 0                                                                                             |
| DIONE KENYON<br>DIR /CHAIR OF BOARD                  | 2 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 32,900                                                               | 0                                                                         | 0                                                                                             |
| PETER READ<br>DIR /BOARD VICE CHAIR                  | 2 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 30,750                                                               | 0                                                                         | 0                                                                                             |
| DONALD REAVES<br>DIR /CHAIR OF GOVERNANCE COMM       | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 17,500                                                               | 0                                                                         | 0                                                                                             |
| PIEDAD ROBERTSON<br>DIRECTOR                         | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 26,200                                                               | 0                                                                         | 0                                                                                             |
| PETER SEGALL<br>DIR /CHAIR OF COMPENSATION COMMITTEE | 1 00                                                                                       | X                                                                                                         |                       |         |              |                              |        | 22,850                                                               | 0                                                                         | 0                                                                                             |
| GRACE BARTINI<br>VP OMBUDSMAN                        | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 180,000                                                              | 0                                                                         | 61,132                                                                                        |
| DEBRA CHROMY<br>VP STRATEGIC PARTNERSHIPS            | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 261,052                                                              | 0                                                                         | 54,743                                                                                        |
| BRIAN CURTIS<br>VP INFORMATION SERVICES/CIO          | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 277,654                                                              | 0                                                                         | 54,699                                                                                        |
| MICHAEL FINN<br>EXECUTIVE VP & COO                   | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 307,337                                                              | 0                                                                         | 97,106                                                                                        |
| BARBARA MATEZ<br>VP FINANCE & CFO                    | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 236,990                                                              | 0                                                                         | 56,321                                                                                        |
| SUSAN NATHAN<br>VP CONSUMER SERVICES                 | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 251,601                                                              | 0                                                                         | 70,347                                                                                        |
| LAUREN ROLFE<br>VP HUMAN RESOURCES                   | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 226,726                                                              | 0                                                                         | 58,177                                                                                        |
| MICHAEL RYAN<br>VP BORROWER SERVICES                 | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 239,601                                                              | 0                                                                         | 63,621                                                                                        |
| JOHN CHRISTOPHER SHEEHAN<br>VP & GENERAL COUNSEL     | 40 00                                                                                      |                                                                                                           |                       | X       |              |                              |        | 239,929                                                              | 0                                                                         | 48,977                                                                                        |
| SUZANNE BURTON-KIRDAHY<br>M D CONSUMER PRODUCTS/MKTG | 40 00                                                                                      |                                                                                                           |                       |         | X            |                              |        | 205,588                                                              | 0                                                                         | 47,357                                                                                        |
| PAMA MILLER<br>M D BORROWER SERVICES                 | 40 00                                                                                      |                                                                                                           |                       |         | X            |                              |        | 183,464                                                              | 0                                                                         | 42,524                                                                                        |
| ROBERT MORAN<br>M D RISK MANAGEMENT                  | 40 00                                                                                      |                                                                                                           |                       |         | X            |                              |        | 201,997                                                              | 0                                                                         | 38,353                                                                                        |

| Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors |                                                                                            |                                                                                                           |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
|-----------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|-----------------------|---------|--------------|------------------------------|--------|----------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
| (A)<br>Name and Title                                                                                                                         | (B)<br>Average hours per week (list any hours for related organizations below dotted line) | (C)<br>Position (do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|                                                                                                                                               |                                                                                            | Individual trustee or director                                                                            | Institutional Trustee | Officer | Key employee | Highest compensated employee | Former |                                                                      |                                                                           |                                                                                               |
| NEETA KOTECHEA<br>CONTROLLER                                                                                                                  | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 155,318                                                              | 0                                                                         | 29,394                                                                                        |
| MICHAEL KRADAS<br>DIRECTOR OF TRAINING & INTERNAL COMM                                                                                        | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 163,717                                                              | 0                                                                         | 49,856                                                                                        |
| LINDA HENCH-GENTILE<br>INFORMATION SERVICES MANAGER                                                                                           | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 153,059                                                              | 0                                                                         | 49,787                                                                                        |
| ANITA MYLES<br>NATIONAL DIRECTOR, SCHOOL CHANNEL                                                                                              | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 158,527                                                              | 0                                                                         | 31,272                                                                                        |
| GREGORY PAKHLADZHYAN<br>DIR OF LEGAL AFFAIRS & DEPUTY GEN COUNSEL                                                                             | 40 00                                                                                      |                                                                                                           |                       |         |              | X                            |        | 150,500                                                              | 0                                                                         | 36,178                                                                                        |

SCHEDULE A  
(Form 990 or 990EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2012

Open to Public Inspection

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

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

Department of the Treasury  
Internal Revenue Service

Name of the organization  
MASSACHUSETTS HIGHER EDUCATION  
ASSISTANCE CORPORATION

Employer identification number  
04-2254705

Part I

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

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

- 1

☐

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

☐

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

☐

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

☐

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

☐

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

☐

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

☐

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

☐

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

☒

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

☐

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

☐

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

a

☐

Type I 

b

☐

Type II 

c

☐

Type III - Functionally integrated 

d

☐

Type III - Non-functionally integrated
- e

☐

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

☐

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

☐

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

(i)

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

(ii)

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

(iii)

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

h

☐

Provide the following information about the supported organization(s)
- |          | Yes | No |
|----------|-----|----|
| 11g(i)   |     |    |
| 11g(ii)  |     |    |
| 11g(iii) |     |    |
- | (i) Name of supported organization | (ii) EIN | (iii) Type of organization (described on lines 1- 9 above or IRC section (see instructions)) | (iv) Is the organization in col (i) listed in your governing document? |    | (v) Did you notify the organization in col (i) of your support? |    | (vi) Is the organization in col (i) organized in the U S ? |    | (vii) Amount of monetary support |
|------------------------------------|----------|----------------------------------------------------------------------------------------------|------------------------------------------------------------------------|----|-----------------------------------------------------------------|----|------------------------------------------------------------|----|----------------------------------|
|                                    |          |                                                                                              | Yes                                                                    | No | Yes                                                             | No | Yes                                                        | No |                                  |
|                                    |          |                                                                                              |                                                                        |    |                                                                 |    |                                                            |    |                                  |
|                                    |          |                                                                                              |                                                                        |    |                                                                 |    |                                                            |    |                                  |
| Total                              |          |                                                                                              |                                                                        |    |                                                                 |    |                                                            |    |                                  |
- For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990EZ.

Cat No 11285F

Schedule A (Form 990 or 990-EZ) 2012

Part II

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

| Section A. Public Support                                                                                                                                                                             |          |          |          |          |          |           |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                                                         | (a) 2008 | (b) 2009 | (c) 2010 | (d) 2011 | (e) 2012 | (f) Total |
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                                                   |          |          |          |          |          |           |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                                                     |          |          |          |          |          |           |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge                                                                                             |          |          |          |          |          |           |
| 4 Total. Add lines 1 through 3                                                                                                                                                                        |          |          |          |          |          |           |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) |          |          |          |          |          |           |
| 6 Public support. Subtract line 5 from line 4                                                                                                                                                         |          |          |          |          |          |           |

| Section B. Total Support                                                                                                                                                             |          |          |          |          |          |           |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                                        | (a) 2008 | (b) 2009 | (c) 2010 | (d) 2011 | (e) 2012 | (f) Total |
| 7 Amounts from line 4                                                                                                                                                                |          |          |          |          |          |           |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                                     |          |          |          |          |          |           |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on                                                                                 |          |          |          |          |          |           |
| 10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV )                                                                                    |          |          |          |          |          |           |
| 11 Total support (Add lines 7 through 10)                                                                                                                                            |          |          |          |          |          |           |
| 12 Gross receipts from related activities, etc (see instructions)                                                                                                                    |          |          |          |          | 12       |           |
| 13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here . . . . . ▶ |          |          |          |          |          |           |

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

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

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

| Section A. Public Support                                                                                                                                                  |            |             |             |             |             |             |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-------------|-------------|-------------|-------------|-------------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                              | (a) 2008   | (b) 2009    | (c) 2010    | (d) 2011    | (e) 2012    | (f) Total   |
| 1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")                                                                        | 2,000      |             |             |             | 1,925,766   | 1,927,766   |
| 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose | 93,086,921 | 149,199,562 | 194,652,068 | 235,750,951 | 226,943,035 | 899,632,537 |
| 3 Gross receipts from activities that are not an unrelated trade or business under section 513                                                                             |            |             |             |             |             |             |
| 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf                                                                          |            |             |             |             |             |             |
| 5 The value of services or facilities furnished by a governmental unit to the organization without charge                                                                  |            |             |             |             |             |             |
| 6 Total. Add lines 1 through 5                                                                                                                                             | 93,088,921 | 149,199,562 | 194,652,068 | 235,750,951 | 228,868,801 | 901,560,303 |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons                                                                                                |            |             |             |             |             | 0           |
| b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year           | 34,254,244 | 30,311,911  | 21,679,150  | 19,596,575  | 17,794,019  | 123,635,899 |
| c Add lines 7a and 7b                                                                                                                                                      | 34,254,244 | 30,311,911  | 21,679,150  | 19,596,575  | 17,794,019  | 123,635,899 |
| 8 Public support (Subtract line 7c from line 6.)                                                                                                                           |            |             |             |             |             | 777,924,404 |

| Section B. Total Support                                                                                                                                                   |            |             |             |             |             |             |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-------------|-------------|-------------|-------------|-------------|
| Calendar year (or fiscal year beginning in) ▶                                                                                                                              | (a) 2008   | (b) 2009    | (c) 2010    | (d) 2011    | (e) 2012    | (f) Total   |
| 9 Amounts from line 6                                                                                                                                                      | 93,088,921 | 149,199,562 | 194,652,068 | 235,750,951 | 228,868,801 | 901,560,303 |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources                                         | 3,357,778  | 1,812,658   | 870,667     | 2,207,479   | 2,680,544   | 10,929,126  |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975                                                                  |            | 301,931     |             | 597,526     | 500,287     | 1,399,744   |
| c Add lines 10a and 10b                                                                                                                                                    | 3,357,778  | 2,114,589   | 870,667     | 2,805,005   | 3,180,831   | 12,328,870  |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on                                             |            |             |             |             |             |             |
| 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)                                                                         |            |             |             |             |             |             |
| 13 Total support. (Add lines 9, 10c, 11, and 12.)                                                                                                                          | 96,446,699 | 151,314,151 | 195,522,735 | 238,555,956 | 232,049,632 | 913,889,173 |
| 14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶ |            |             |             |             |             |             |

| Section C. Computation of Public Support Percentage                                       |    |         |  |
|-------------------------------------------------------------------------------------------|----|---------|--|
| 15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)) | 15 | 85.120% |  |
| 16 Public support percentage from 2011 Schedule A, Part III, line 15                      | 16 | 83.350% |  |

| Section D. Computation of Investment Income Percentage |                                                                                                                                                                                                                                                                                                                                                                       |    |         |
|--------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------|
| 17                                                     | Investment income percentage for <b>2012</b> (line 10c, column (f) divided by line 13, column (f))                                                                                                                                                                                                                                                                    | 17 | 1 350 % |
| 18                                                     | Investment income percentage from <b>2011</b> Schedule A, Part III, line 17                                                                                                                                                                                                                                                                                           | 18 | 1 690 % |
| 19a                                                    | <b>33 1/3% support tests—2012.</b> If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization           |    |         |
| b                                                      | <b>33 1/3% support tests—2011.</b> If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and <b>stop here</b> . The organization qualifies as a publicly supported organization  |    |         |
| 20                                                     | <b>Private foundation.</b> If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions                                                                                                                                                  |    |         |

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

|                              |
|------------------------------|
| Facts And Circumstances Test |
|                              |

|             |
|-------------|
| Explanation |
|             |
|             |
|             |
|             |

SCHEDULE D  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Supplemental Financial Statements

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization  
MASSACHUSETTS HIGHER EDUCATION  
ASSISTANCE CORPORATION

Employer identification number  
  
04-2254705

Part I

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

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

Part II

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

1

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

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

☐ Preservation of an historically important land area

☐ Protection of natural habitat

☐ Preservation of a certified historic structure

☐ Preservation of open space

2

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

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

3

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

4

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

5

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

☐ Yes ☐ No

6

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

7

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

8

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

☐ Yes ☐ No

9

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

Part III

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

1a

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

b

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

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

▶ \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X

▶ \$ \_\_\_\_\_

2

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

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ \_\_\_\_\_

b

Assets included in Form 990, Part X

▶ \$ \_\_\_\_\_

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

Cat No 52283D

Schedule D (Form 990) 2012

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

3

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

a

☐ Public exhibition

d

☐ Loan or exchange programs

b

☐ Scholarly research

e

☐ Other

c

☐ Preservation for future generations

4

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

5

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

☐ Yes

☐ No

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

1a

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

☐ Yes

☐ No

b

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

c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance

|    |        |
|----|--------|
|    | Amount |
| 1c |        |
| 1d |        |
| 1e |        |
| 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 | b (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

(i)

unrelated organizations

(ii)

related organizations

b

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

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

4

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

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

| Description of property                                                                          | (a) Cost or other basis (investment) | (b)Cost or other basis (other) | (c) Accumulated depreciation | (d) Book value |
|--------------------------------------------------------------------------------------------------|--------------------------------------|--------------------------------|------------------------------|----------------|
| 1a                                                                                               | Land                                 |                                |                              |                |
| b                                                                                                | Buildings                            |                                |                              |                |
| c                                                                                                | Leasehold improvements               | 9,509,566                      | 4,997,968                    | 4,511,598      |
| d                                                                                                | Equipment                            | 11,857,733                     | 9,953,097                    | 1,904,636      |
| e                                                                                                | Other                                | 24,802,397                     | 19,817,123                   | 4,985,274      |
| Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) |                                      |                                |                              | 11,401,508     |



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  | 248,726,248 |
| 2 | Amounts included on line 1 but not on Form 990, Part VIII, line 12                       | 2e |             |
| a | Net unrealized gains on investments . . . . .                                            | 2a | -848,578    |
| b | Donated services and use of facilities . . . . .                                         | 2b |             |
| c | Recoveries of prior year grants . . . . .                                                | 2c |             |
| d | Other (Describe in Part XIII ) . . . . .                                                 | 2d | 16,012,474  |
| e | Add lines 2a through 2d . . . . .                                                        | 2e | 15,163,896  |
| 3 | Subtract line 2e from line 1 . . . . .                                                   | 3  | 233,562,352 |
| 4 | Amounts included on Form 990, Part VIII, line 12, but not on line 1                      | 4c | 0           |
| 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  | 233,562,352 |

Part XII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

|   |                                                                                           |    |             |
|---|-------------------------------------------------------------------------------------------|----|-------------|
| 1 | Total expenses and losses per audited financial statements . . . . .                      | 1  | 184,944,789 |
| 2 | Amounts included on line 1 but not on Form 990, Part IX, line 25                          | 2e |             |
| a | Donated services and use of facilities . . . . .                                          | 2a |             |
| b | Prior year adjustments . . . . .                                                          | 2b |             |
| c | Other losses . . . . .                                                                    | 2c |             |
| d | Other (Describe in Part XIII ) . . . . .                                                  | 2d | -37,623     |
| e | Add lines 2a through 2d . . . . .                                                         | 2e | -37,623     |
| 3 | Subtract line 2e from line 1 . . . . .                                                    | 3  | 184,982,412 |
| 4 | Amounts included on Form 990, Part IX, line 25, but not on line 1:                        | 4c | 0           |
| 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  | 184,982,412 |

Part XIII

Supplemental Information

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

| Identifier                                          | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|-----------------------------------------------------|------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| DESCRIPTION OF UNCERTAIN TAX POSITIONS UNDER FIN 48 | PART X, LINE 2   | MHEAC ACCOUNTS FOR THE EFFECT OF ANY UNCERTAIN TAX POSITIONS BASED ON A "MORE LIKELY THAN NOT" THRESHOLD TO THE RECOGNITION OF THE TAX POSITIONS BEING SUSTAINED BASED ON THE TECHNICAL MERITS OF THE POSITION UNDER SCRUTINY BY THE APPLICABLE TAXING AUTHORITY. IF A TAX POSITION OR POSITIONS ARE DEEMED TO RESULT IN UNCERTAINTIES OF THOSE POSITIONS, THE UNRECOGNIZED TAX BENEFIT IS ESTIMATED BASED ON A "CUMULATIVE PROBABILITY ASSESSMENT" THAT AGGREGATES THE ESTIMATED TAX LIABILITY FOR ALL UNCERTAIN TAX POSITIONS. MHEAC HAS IDENTIFIED ITS TAX STATUS AS A TAX-EXEMPT ENTITY, ITS DETERMINATION OF WHICH ACTIVITIES ARE RELATED AND UNRELATED AND ITS PRESENTATION OF CERTAIN NET OPERATING LOSS CARRYFORWARDS AS ITS ONLY SIGNIFICANT TAX POSITIONS. MHEAC, HOWEVER, HAS DETERMINED THAT ITS POSITION RELATIVE TO TAX STATUS OR DETERMINATION OF WHICH ACTIVITIES ARE RELATED AND UNRELATED DO NOT RESULT IN AN UNCERTAINTY REQUIRING RECOGNITION. THE POSITION ON LOSS CARRYFORWARDS IS UNCERTAIN AND THUS SUCH CARRYFORWARDS HAVE NOT BEEN RECOGNIZED AS TAX ASSETS. MHEAC IS NOT CURRENTLY UNDER EXAMINATION BY ANY TAXING JURISDICTION. MHEAC'S FEDERAL AND STATE TAX RETURNS ARE GENERALLY OPEN FOR EXAMINATION FOR THREE YEARS FOLLOWING THE DATE FILED. |
| PART XI, LINE 2D - OTHER ADJUSTMENTS                |                  | SUB-LEASE RENTAL INCOME NETTED AGAINST RENT EXPENSE FOR FINANCIAL STATEMENT PURPOSES - 1,230,838 RENTAL EXPENSES 1,193,215 PENSION PLAN FAS 158 GAIN 16,050,097                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| PART XII, LINE 2D - OTHER ADJUSTMENTS               |                  | SUB-LEASE RENTAL INCOME NETTED AGAINST RENT EXPENSE FOR FINANCIAL STATEMENT PURPOSES - 1,230,838 RENTAL EXPENSES 1,193,215                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |

|                                        |                                                      |                  |
|----------------------------------------|------------------------------------------------------|------------------|
| <b>Schedule I</b><br><b>(Form 990)</b> | <b>Grants and Other Assistance to Organizations,</b> | OMB No 1545-0047 |
|                                        |                                                      | <b>2012</b>      |

OMB No 1545-0047

# 2012

## Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization  
MASSACHUSETTS HIGHER EDUCATION  
ASSISTANCE CORPORATION

**Employer identification number**  
04-2254705

## Part I General Information on Grants and Assistance

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

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

[illegible]

- |          |                                                                                                           |          |
|----------|-----------------------------------------------------------------------------------------------------------|----------|
| <b>2</b> | Enter total number of section 501(c)(3) and government organizations listed in the line 1 table . . . . . | <b>4</b> |
| <b>3</b> | Enter total number of other organizations listed in the line 1 table . . . . .                            | <b>0</b> |

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

| Identifier                                 | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|--------------------------------------------|------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PROCEDURE FOR MONITORING GRANTS IN THE U S | PART I, LINE 2   | SCHEDULE I, PART I, LINE 2 ANY AND ALL GRANT FUNDING IS MEMORIALIZED IN A WRITTEN GRANT FUNDING DOCUMENT WHICH SETS FORTH THE PURPOSES OF THE GRANT AND ELIGIBILITY CRITERIA THE ORGANIZATION REQUIRES PERIODIC REPORTS AND CONDUCTS RANDOM REVIEWS OF GRANTEES TO ENSURE GRANT REQUIREMENTS ARE BEING MET                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| PART II, LINE A                            |                  | UNDER THE 1998 AMENDMENTS TO THE FEDERAL HIGHER EDUCATION ACT OF 1965, THE U S DEPARTMENT OF EDUCATION ESTABLISHED A MINIMUM RESERVE LEVEL REQUIREMENT FOR THE FEDERAL FUND OF AT LEAST 25 BASIS POINTS OF THE TOTAL GUARANTEED PRINCIPAL OUTSTANDING WHILE MHEAC IS NOT LEGALLY OBLIGATED TO FUND ANY SHORTFALLS IN THE FEDERAL FUND, MHEAC HAS PROVIDED SIGNIFICANT SUPPORT IN THE PAST TO ENABLE THE FEDERAL FUND TO ACHIEVE THIS LEVEL OF NET ASSETS IN SEPTEMBER 2012, MHEAC'S BOARD AUTHORIZED AND MANAGEMENT CONTRIBUTED \$19,250,000 TO THE FEDERAL FUND TO ASSIST THE FEDERAL FUND IN MEETING THIS LEVEL OF CAPITAL THE FEDERAL FUND EXPECTS TO HAVE FUNDING NEEDS IN THE FUTURE RELATIVE TO PROJECTIONS THAT MANAGEMENT HAS COMPLETED MHEAC WILL CONTINUE TO REFLECT ANY FUTURE AMOUNTS CONTRIBUTED TO THE FEDERAL FUND UPON APPROVAL OF ITS BOARD TO PROVIDE SUCH FUNDING |

Schedule J

(Form 990)

Compensation Information

OMB No 1545-0047

2012

Open to Public Inspection

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

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

▶ Attach to Form 990. ▶ See separate instructions.

Department of the Treasury

Internal Revenue Service

Name of the organization

MASSACHUSETTS HIGHER EDUCATION ASSISTANCE CORPORATION

Employer identification number

04-2254705

Part I

Questions Regarding Compensation

1a

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

☐ First-class or charter travel

☐ Travel for companions

☐ Tax idemnification and gross-up payments

☐ Discretionary spending account

☐ Housing allowance or residence for personal use

☐ Payments for business use of personal residence

☐ Health or social club dues or initiation fees

☐ Personal services (e.g., maid, chauffeur, chef)

b

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

2

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

3

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

☒ Compensation committee

☒ Independent compensation consultant

☒ Form 990 of other organizations

☐ Written employment contract

☒ Compensation survey or study

☒ Approval by the board or compensation committee

4

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

a

Receive a severance payment or change-of-control payment?

b

Participate in, or receive payment from, a supplemental nonqualified retirement plan?

c

Participate in, or receive payment from, an equity-based compensation arrangement?

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

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

5

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

a

The organization?

b

Any related organization?

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

6

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

a

The organization?

b

Any related organization?

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

7

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

8

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

9

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

Yes

No

1b

2

4a

No

4b

No

4c

No

5a

No

5b

No

6a

No

6b

No

7

Yes

8

No

9

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

Cat No 50053T

Schedule J (Form 990) 2012

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

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii) Do not list any individuals that are not listed on Form 990, Part VII  
**Note.** The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable 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 |                                                |                         |                                 |                                                         |
| See Additional Data Table |  |                                                    |                                     |                                     |                                                |                         |                                 |                                                         |

Part III Supplemental Information

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

| Identifier | Return Reference | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|------------|------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|            | PART I, LINE 7   | ALL OFFICERS AND MEMBERS OF MANAGEMENT PARTICIPATE IN A SPECIAL INCENTIVE AWARD WHICH IS BASED UPON THE ORGANIZATION'S SUCCESS IN ACHIEVING KEY MILESTONES IN SUPPORT OF CORPORATE STRATEGIC OBJECTIVES DERIVED FROM MHEAC'S MISSION. THESE MILESTONES AND CRITERIA ARE IDENTIFIED IN ADVANCE AND APPROVED BY THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS. RECOMMENDATIONS BASED ON THE OVERALL LEVEL OF ACHIEVEMENT OF THOSE CORPORATE STRATEGIC OBJECTIVES ARE PRESENTED TO THE COMPENSATION COMMITTEE FOR DETERMINATION OF THE OVERALL AWARD POOL SIZE AS WELL AS INDIVIDUAL AWARD LEVELS, SUBJECT TO AN ANNUAL CAP, WITHIN THE POOL BASED ON INDIVIDUALS' RELATIVE CONTRIBUTIONS. |

Software ID:  
Software Version:  
EIN: 04-2254705  
Name: MASSACHUSETTS HIGHER EDUCATION  
ASSISTANCE CORPORATION

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

| (A) Name                 |             | (B) Breakdown of W-2 and/or 1099-MISC compensation |                                     |                          | (C) Deferred compensation | (D) Nontaxable benefits | (E) Total of columns (B)(i)-(D) | (F) Compensation reported in prior Form 990 or Form 990-EZ |
|--------------------------|-------------|----------------------------------------------------|-------------------------------------|--------------------------|---------------------------|-------------------------|---------------------------------|------------------------------------------------------------|
|                          |             | (i) Base Compensation                              | (ii) Bonus & incentive compensation | (iii) Other compensation |                           |                         |                                 |                                                            |
| PAUL COMBE               | (i)<br>(ii) | 336,942<br>0                                       | 20,000<br>0                         | 25,244<br>0              | 108,852<br>0              | 19,684<br>0             | 510,722<br>0                    | 0<br>0                                                     |
| GRACE BARTINI            | (i)<br>(ii) | 120,646<br>0                                       | 32,800<br>0                         | 26,554<br>0              | 58,506<br>0               | 2,626<br>0              | 241,132<br>0                    | 0<br>0                                                     |
| DEBRA CHROMY             | (i)<br>(ii) | 202,730<br>0                                       | 50,000<br>0                         | 8,322<br>0               | 36,874<br>0               | 17,869<br>0             | 315,795<br>0                    | 0<br>0                                                     |
| BRIAN CURTIS             | (i)<br>(ii) | 206,164<br>0                                       | 66,000<br>0                         | 5,490<br>0               | 22,051<br>0               | 32,648<br>0             | 332,353<br>0                    | 0<br>0                                                     |
| MICHAEL FINN             | (i)<br>(ii) | 263,335<br>0                                       | 20,000<br>0                         | 24,002<br>0              | 72,753<br>0               | 24,353<br>0             | 404,443<br>0                    | 0<br>0                                                     |
| BARBARA MATEZ            | (i)<br>(ii) | 184,988<br>0                                       | 45,000<br>0                         | 7,002<br>0               | 29,998<br>0               | 26,323<br>0             | 293,311<br>0                    | 0<br>0                                                     |
| SUSAN NATHAN             | (i)<br>(ii) | 177,179<br>0                                       | 68,500<br>0                         | 5,922<br>0               | 40,474<br>0               | 29,873<br>0             | 321,948<br>0                    | 0<br>0                                                     |
| LAUREN ROLFE             | (i)<br>(ii) | 178,724<br>0                                       | 41,000<br>0                         | 7,002<br>0               | 47,665<br>0               | 10,512<br>0             | 284,903<br>0                    | 0<br>0                                                     |
| MICHAEL RYAN             | (i)<br>(ii) | 176,599<br>0                                       | 56,000<br>0                         | 7,002<br>0               | 38,569<br>0               | 25,052<br>0             | 303,222<br>0                    | 0<br>0                                                     |
| JOHN CHRISTOPHER SHEEHAN | (i)<br>(ii) | 192,439<br>0                                       | 42,000<br>0                         | 5,490<br>0               | 40,123<br>0               | 8,854<br>0              | 288,906<br>0                    | 0<br>0                                                     |
| SUZANNE BURTON-KIRDAHY   | (i)<br>(ii) | 170,778<br>0                                       | 34,000<br>0                         | 810<br>0                 | 18,658<br>0               | 28,699<br>0             | 252,945<br>0                    | 0<br>0                                                     |
| PAMA MILLER              | (i)<br>(ii) | 152,900<br>0                                       | 27,000<br>0                         | 3,564<br>0               | 32,998<br>0               | 9,526<br>0              | 225,988<br>0                    | 0<br>0                                                     |
| ROBERT MORAN             | (i)<br>(ii) | 174,457<br>0                                       | 27,000<br>0                         | 540<br>0                 | 15,003<br>0               | 23,350<br>0             | 240,350<br>0                    | 0<br>0                                                     |
| NEETA KOTECHA            | (i)<br>(ii) | 135,736<br>0                                       | 16,000<br>0                         | 3,582<br>0               | 26,793<br>0               | 2,601<br>0              | 184,712<br>0                    | 0<br>0                                                     |
| MICHAEL KRADAS           | (i)<br>(ii) | 139,395<br>0                                       | 22,000<br>0                         | 2,322<br>0               | 25,187<br>0               | 24,669<br>0             | 213,573<br>0                    | 0<br>0                                                     |
| LINDA HENCH-GENTILE      | (i)<br>(ii) | 138,596<br>0                                       | 12,500<br>0                         | 1,963<br>0               | 24,207<br>0               | 25,580<br>0             | 202,846<br>0                    | 0<br>0                                                     |
| ANITA MYLES              | (i)<br>(ii) | 127,752<br>0                                       | 25,000<br>0                         | 5,775<br>0               | 10,182<br>0               | 21,090<br>0             | 189,799<br>0                    | 0<br>0                                                     |
| GREGORY PAKHLADZHIAN     | (i)<br>(ii) | 122,859<br>0                                       | 25,000<br>0                         | 2,641<br>0               | 7,405<br>0                | 28,773<br>0             | 186,678<br>0                    | 0<br>0                                                     |

SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No 1545-0047

2012

Open to Public  
Inspection

|                                                                                      |                                                  |
|--------------------------------------------------------------------------------------|--------------------------------------------------|
| Name of the organization<br>MASSACHUSETTS HIGHER EDUCATION<br>ASSISTANCE CORPORATION | Employer identification number<br><br>04-2254705 |
|--------------------------------------------------------------------------------------|--------------------------------------------------|

| Identifier                             | Return Reference                       | Explanation                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|----------------------------------------|----------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| NEW PROGRAM SERVICES                   | FORM 990, PART III, LINE 2             | MHEAC ADDED TWO PROGRAM SERVICES DURING THE YEAR THE FINANCIAL LITERACY PROGRAM AND THE COLLEGE ACCESS PROGRAM PLEASE SEE PART III, LINES 4B AND 4C FOR FULL DESCRIPTIONS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|                                        | FORM 990, PART VI, SECTION B, LINE 11  | THE FORM 990 IS PREPARED BY CBIZ TOFIAS, OUR NATIONAL TAX SERVICES FIRM WITH INFORMATION PROVIDED BY THE CONTROLLER AND CHIEF FINANCIAL OFFICER THE FORM 990 IS REVIEWED BY THE CONTROLLER, VICE PRESIDENT GENERAL COUNSEL, VICE PRESIDENT OF FINANCE/CFO, EXECUTIVE VICE PRESIDENT/COO AND PRESIDENT/CEO THE FULLY COMPLETED FORM 990 IS THEN PROVIDED TO THE ENTIRE BOARD OF DIRECTORS FOR REVIEW AND APPROVAL BEFORE IT IS ELECTRONICALLY SUBMITTED TO THE INTERNAL REVENUE SERVICE                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|                                        | FORM 990, PART VI, SECTION B, LINE 12C | ALL OFFICERS, BOARD MEMBERS AND KEY EMPLOYEES SHALL ANNUALLY SIGN A STATEMENT WHICH AFFIRMS THAT THE PERSON, HAS RECEIVED A COPY OF THE CONFLICTS OF INTEREST POLICY , HAS READ AND UNDERSTANDS THE POLICY, AND HAS AGREED TO COMPLY WITH THE POLICY IN ADDITION, EACH DIRECTOR, PRINCIPAL OFFICER AND MEMBER OF A COMMITTEE WITH BOARD-DESIGNED POWERS SHALL LIST HIS OR HER BUSINESS AFFILIATIONS, INCLUDING MEMBERSHIPS ON BOARDS OF OTHER NON-PROFIT INSTITUTIONS, AND SHALL ALSO DISCLOSE ANY BUSINESS RELATIONSHIPS THAT MEMBERS OF HIS OR HER FAMILY HAVE OR ARE SEEKING WITH AMERICAN STUDENT ASSISTANCE HE OR SHE SHALL ALSO UPDATE THE STATEMENT AS APPROPRIATE DURING THE YEAR                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|                                        | FORM 990, PART VI, SECTION B, LINE 15  | COMPENSATION REVIEWS FOR THE TOP MANAGEMENT OFFICIALS (PRESIDENT/CEO AND EXECUTIVE VICE PRESIDENT/COO) AND MEMBERS OF SENIOR MANAGEMENT STAFF ARE CONDUCTED ANNUALLY IN THE SEPTEMBER TIMEFRAME BY THE COMPENSATION COMMITTEE OF THE BOARD OF DIRECTORS SENIOR MANAGEMENT STAFF CONSISTS OF ALL VICE PRESIDENTS OF THE ORGANIZATION ANNUALLY, AN IN-DEPTH MARKET BENCHMARKING STUDY IS COMPILED FOR EACH SENIOR STAFF POSITION, INCLUDING THE CEO AND COO, UTILIZING PUBLISHED, INDEPENDENT, THIRD-PARTY COMPENSATION SURVEYS TO COMPARE CURRENT BASE SALARIES AND TOTAL COMPENSATION WITH THE SAME OR SIMILAR POSITIONS IN THE BOSTON GEOGRAPHIC AREA, IN SIMILAR-SIZED ORGANIZATIONS, PRIMARILY IN THE FINANCIAL SERVICES, EDUCATION AND NOT-FOR-PROFIT SECTORS ON A PERIODIC BASIS, THE HUMAN RESOURCES DEPARTMENT ALSO EXAMINES FORM 990 DATA FROM SIMILAR ORGANIZATIONS AND ALSO OBTAINS A SEPARATE COMPENSATION ANALYSIS WITH COMPARATIVE MARKET DATA FROM AN INDEPENDENT COMPENSATION CONSULTANT THIS COMPARABILITY DATA IS SYNTHESIZED INTO A DETAILED REPORT WITH THE MARKET RANGES AND EACH INCUMBENT'S POSITION IN THE RANGE AND INCLUDES COMPARATIVE BASE SALARY AND TOTAL COMPENSATION MARKET DATA THIS REPORT IS PRESENTED TO THE PRESIDENT/CEO AND THE COO WHO CONSIDER THE DATA AND THEN PRESENT THE FULL REPORT ALONG WITH THEIR PERFORMANCE REVIEW AND SALARY RECOMMENDATIONS TO THE MEMBERS OF THE COMPENSATION COMMITTEE COMPRISED OF INDEPENDENT BOARD MEMBERS THE COMPENSATION COMMITTEE REVIEWS THE CEO AND COO'S RECOMMENDATIONS, AND MAKES DECISIONS REGARDING INDIVIDUAL SENIOR MANAGEMENT MERIT SALARY INCREASES THE CEO ALSO REVIEWS AND MAKES A MERIT SALARY INCREASE RECOMMENDATION FOR THE COO, WHICH IS ALSO PRESENTED TO THE COMPENSATION COMMITTEE FOR THEIR REVIEW AND CONSIDERATION THE FULL BOARD OF DIRECTORS USES THE COMPARATIVE DATA TO REVIEW AND ESTABLISH THE COMPENSATION OF THE PRESIDENT/CEO ANY ANNUAL INCENTIVE BONUS PLANS, THOUGH DISCRETIONARY , ARE ALSO APPROVED IN ADVANCE BY THE COMPENSATION COMMITTEE AND ANY PAYOUTS ARE DETERMINED BY THE COMPENSATION COMMITTEE BASED ON THE RESULTS OF PREVIOUSLY ESTABLISHED GOALS AND CRITERIA, OVERALL COMPANY PERFORMANCE, COMPARISON TO MARKET DATA, AND SUBJECT TO AN ANNUAL CAP THE DELIBERATIONS AND DECISIONS OF THE COMPENSATION COMMITTEE ARE RECORDED CONTEMPORANEOUSLY IN THE MEETING MINUTES WHICH ARE RECORDED AND PRESERVED BY THE SPECIAL ASSISTANT TO THE PRESIDENT, ALONG WITH THE ANALYSIS DATA KEY EMPLOYEES ARE NOT INCLUDED IN THE ABOVE-DESCRIBED COMPENSATION APPROVAL PROCESS THEY ARE INCLUDED IN THE OVERALL PROCESS WHICH INCLUDES EMPLOYEES UNDER THEIR MANAGEMENT |
|                                        | FORM 990, PART VI, SECTION C, LINE 19  | THE GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS ARE AVAILABLE UPON REQUEST                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| CHANGES IN NET ASSETS OR FUND BALANCES | FORM 990, PART XI, LINE 9              | PENSION PLAN FAS 158 GAIN 16,050,097                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |

SCHEDULE R  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Related Organizations and Unrelated Partnerships

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

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization  
MASSACHUSETTS HIGHER EDUCATION  
ASSISTANCE CORPORATION

Employer identification number  
  
04-2254705

| Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.) |                         |                                                  |                     |                           |                                  |
|----------------------------------------------------------------------------------------------------------------------------|-------------------------|--------------------------------------------------|---------------------|---------------------------|----------------------------------|
| (a)<br>Name, address, and EIN (if applicable) of disregarded entity                                                        | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Total income | (e)<br>End-of-year assets | (f)<br>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)<br>Name, address, and EIN of related organization                                                                                                                                                                   | (b)<br>Primary activity | (c)<br>Legal domicile (state or foreign country) | (d)<br>Exempt Code section | (e)<br>Public charity status (if section 501(c)(3)) | (f)<br>Direct controlling entity | (g)<br>Section 512(b)(13) controlled entity? |    |
|                                                                                                                                                                                                                         |                         |                                                  |                            |                                                     |                                  | Yes                                          | No |
|                                                                                                                                                                                                                         |                         |                                                  |                            |                                                     |                                  |                                              |    |
|                                                                                                                                                                                                                         |                         |                                                  |                            |                                                     |                                  |                                              |    |
|                                                                                                                                                                                                                         |                         |                                                  |                            |                                                     |                                  |                                              |    |
|                                                                                                                                                                                                                         |                         |                                                  |                            |                                                     |                                  |                                              |    |
|                                                                                                                                                                                                                         |                         |                                                  |                            |                                                     |                                  |                                              |    |
|                                                                                                                                                                                                                         |                         |                                                  |                            |                                                     |                                  |                                              |    |
|                                                                                                                                                                                                                         |                         |                                                  |                            |                                                     |                                  |                                              |    |

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

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)<br>Name, address, and EIN of<br>related organization                                                                   | (b)<br>Primary activity | (c)<br>Legal<br>domicile<br>(state or foreign<br>country) | (d)<br>Direct controlling<br>entity | (e)<br>Type of entity<br>(C corp, S corp,<br>or trust) | (f)<br>Share of total<br>income | (g)<br>Share of end-of-<br>year<br>assets | (h)<br>Percentage<br>ownership | (i)<br>Section 512<br>(b)(13)<br>controlled<br>entity? |    |
|----------------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------------------------------------------|-------------------------------------|--------------------------------------------------------|---------------------------------|-------------------------------------------|--------------------------------|--------------------------------------------------------|----|
|                                                                                                                            |                         |                                                           |                                     |                                                        |                                 |                                           |                                | Yes                                                    | No |
| (1) AMERICAN STUDENT<br>ASSISTANCE SERVICE INC<br><br>100 CAMBRIDGE STREET<br>SUITE 1600<br>BOSTON, MA 02114<br>04-3073830 | EDUCATION ASSISTANCE    | MA                                                        | N/A                                 | C                                                      | 24                              | 77,005                                    | 100 000 %                      | Yes                                                    |    |
|                                                                                                                            |                         |                                                           |                                     |                                                        |                                 |                                           |                                |                                                        |    |
|                                                                                                                            |                         |                                                           |                                     |                                                        |                                 |                                           |                                |                                                        |    |
|                                                                                                                            |                         |                                                           |                                     |                                                        |                                 |                                           |                                |                                                        |    |
|                                                                                                                            |                         |                                                           |                                     |                                                        |                                 |                                           |                                |                                                        |    |
|                                                                                                                            |                         |                                                           |                                     |                                                        |                                 |                                           |                                |                                                        |    |
|                                                                                                                            |                         |                                                           |                                     |                                                        |                                 |                                           |                                |                                                        |    |

Part V

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

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

1

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

a

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

b

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

c

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

d

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

e

Loans or loan guarantees by related organization(s)

f

Dividends from related organization(s)

g

Sale of assets to related organization(s)

h

Purchase of assets from related organization(s)

i

Exchange of assets with related organization(s)

j

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

k

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

l

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

m

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

n

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

o

Sharing of paid employees with related organization(s)

p

Reimbursement paid to related organization(s) for expenses

q

Reimbursement paid by related organization(s) for expenses

r

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

s

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

Yes

No

1a

1b

1c

1d

1e

1f

1g

1h

1i

1j

1k

1l

1m

1n

1o

1p

1q

1r

1s

No

No

No

No

No

No

No

No

No

No

No

No

No

No

No

No

No

No

No

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

| (a)<br>Name of other organization | (b)<br>Transaction<br>type (a-s) | (c)<br>Amount involved | (d)<br>Method of determining amount involved |
|-----------------------------------|----------------------------------|------------------------|----------------------------------------------|
|                                   |                                  |                        |                                              |
|                                   |                                  |                        |                                              |
|                                   |                                  |                        |                                              |
|                                   |                                  |                        |                                              |
|                                   |                                  |                        |                                              |
|                                   |                                  |                        |                                              |

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

[illegible]

**Software ID:**  
**Software Version:**  
**EIN:** 04-2254705  
**Name:** MASSACHUSETTS HIGHER EDUCATION  
ASSISTANCE CORPORATION

**Part VII** Supplemental Information

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

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

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