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

OMB No 1545-0047

2012

Open to Public
Inspection

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

A For the 2012 calendar year, or tax year beginning SEP 1, 2012 and ending AUG 31, 2013

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending	C Name of organization THE NEA FOUNDATION FOR THE IMPROVEMENT OF EDUCATION Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite 1201 16TH STREET, NW 416 City, town, or post office, state, and ZIP code WASHINGTON, DC 20036 F Name and address of principal officer HARRIET SANFORD SAME AS C ABOVE	D Employer identification number 23-7035089 E Telephone number (202) 822-7840 G Gross receipts \$ 9,063,637. H(a) Is this a group return for affiliates? ☐ Yes ☒ No H(b) Are all affiliates included? ☐ Yes ☐ No If "No," attach a list (see instructions) H(c) Group exemption number ►
I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () (insert no.) ☐ 4947(a)(1) or ☐ 527		
J Website ► WWW.NEAFOUNDATION.ORG		
K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ►		
L Year of formation: 1969 M State of legal domicile: DC		

Part I Summary

Activities & Governance 1 Briefly describe the organization's mission or most significant activities PARTNER W/ EDUCATORS, DISTRICTS & COMMUNITIES TO CREATE SUSTAINABLE IMPROVEMENTS IN LEARNING. 2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets 3 Number of voting members of the governing body (Part VI, line 1a) 3 20 4 Number of independent voting members of the governing body (Part VI, line 1b) 4 19 5 Total number of individuals employed in calendar year 2012 (Part V, line 2a) 5 20 6 Total number of volunteers (estimate if necessary) 6 35 7a Total unrelated business revenue from Part VIII, column (C), line 12 7a 3. 7b Net unrelated business taxable income from Form 990, line 34 7b 0.	Revenue 8 Contributions and grants (Part VIII, line 1h) 9 Program service revenue (Part VIII, line 2g) 10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) Expenses 13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) 14 Benefits paid to or for members (Part IX, column (A), line 4) 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 16a Professional fundraising fees (Part IX, column (A), line 11e) 16b Total fundraising expenses (Part IX, column (D), line 25) 315,841. 17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 18 Total expenses - Add lines 13-17 (must equal Part IX, column (A), line 25) 19 Revenue less expenses - Subtract line 18 from line 12 Net Assets or Fund Balances 20 Total assets (Part X, line 16) 21 Total liabilities (Part X, line 26) 22 Net assets or fund balances - Subtract line 21 from line 20	<table border="1" style="width:100%"> <thead> <tr> <th>Prior Year</th> <th>Current Year</th> </tr> </thead> <tbody> <tr><td>3,322,567.</td><td>5,406,136.</td></tr> <tr><td>0.</td><td>0.</td></tr> <tr><td>1,099,665.</td><td>504,041.</td></tr> <tr><td>0.</td><td>0.</td></tr> <tr><td>4,422,232.</td><td>5,910,177.</td></tr> <tr><td>2,643,585.</td><td>3,639,971.</td></tr> <tr><td>0.</td><td>0.</td></tr> <tr><td>1,884,603.</td><td>1,980,104.</td></tr> <tr><td>0.</td><td>0.</td></tr> <tr><td>1,858,534.</td><td>1,788,789.</td></tr> <tr><td>6,386,722.</td><td>7,408,864.</td></tr> <tr><td><1,964,490.></td><td><1,498,687.></td></tr> <tr><td>Beginning of Current Year</td><td>End of Year</td></tr> <tr><td>46,145,310.</td><td>47,659,109.</td></tr> <tr><td>3,056,084.</td><td>2,265,923.</td></tr> <tr><td>43,089,226.</td><td>45,393,186.</td></tr> </tbody> </table>	Prior Year	Current Year	3,322,567.	5,406,136.	0.	0.	1,099,665.	504,041.	0.	0.	4,422,232.	5,910,177.	2,643,585.	3,639,971.	0.	0.	1,884,603.	1,980,104.	0.	0.	1,858,534.	1,788,789.	6,386,722.	7,408,864.	<1,964,490.>	<1,498,687.>	Beginning of Current Year	End of Year	46,145,310.	47,659,109.	3,056,084.	2,265,923.	43,089,226.	45,393,186.
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Part II Signature Block

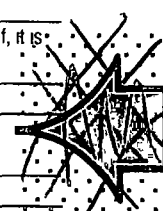
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer <i>Harriet Sanford</i> HARRIET SANFORD, PRESIDENT & CEO Type or print name and title	Date 1/15/2014
Paid Preparer Use Only	Print/Type preparer's name FRANK H. SMITH Preparer's signature <i>Frank H. Smith</i> Date 01/13/14 Firm's name RAFFA, P.C. Firm's address 1899 L STREET, NW, SUITE 900 WASHINGTON, DC 20036	Check ☐ if self-employed PTIN P00639053 Firm's EIN 52-1511275 Phone no. (202) 822-5000

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

☐ Yes ☒ No

SCANNED JAN 29 2014



Handwritten initials and marks: 2H6, 3

THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION

Form 990 (2012)

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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

☒ X

1 Briefly describe the organization's mission:

THE NEA FOUNDATION (THE FOUNDATION), THROUGH THE UNIQUE STRENGTH OF ITS PARTNERSHIP WITH EDUCATORS, ADVANCES STUDENT ACHIEVEMENT BY INVESTING IN PUBLIC EDUCATION THAT WILL PREPARE EACH OF AMERICA'S CHILDREN TO LEARN AND THRIVE IN A RAPIDLY CHANGING WORLD.

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 \$ 1,646,378. including grants of \$ 987,981.) (Revenue \$)
THE NEA FOUNDATION'S UNION-DISTRICT COLLABORATIONS:

WE PARTNER WITH EDUCATION UNIONS, DISTRICTS, AND COMMUNITIES TO CREATE POWERFUL, SUSTAINABLE IMPROVEMENTS IN TEACHING AND LEARNING. THROUGH THE UNIQUE STRENGTH OF OUR PARTNERSHIP WITH EDUCATORS, WE CHAMPION AN APPROACH TO SCHOOL REFORM THAT CONSIDERS THE COLLECTIVE VOICE OF TEACHERS IN ITS DESIGN AND IMPLEMENTATION. THE FOUNDATION HAS TWO EFFORTS THAT COMPRISE THIS WORK:

THE NEA FOUNDATION CLOSING THE ACHIEVEMENT GAPS INITIATIVE IS AN EFFORT TO ACCELERATE THE ACHIEVEMENT RATE FOR UNDER-ACHIEVING LOW INCOME AND MINORITY STUDENTS VIA TARGETED PHILANTHROPY. WE BELIEVE THAT DEVELOPING

4b (Code) (Expenses \$ 1,607,159. including grants of \$ 1,431,677.) (Revenue \$)
FISCAL SPONSORSHIP:

THE FOUNDATION SERVES AS FISCAL SPONSOR FOR GRANTS THAT ALIGN WITH THE FOUNDATION'S MISSION FOR THE NEA OR ITS STATE AFFILIATES. THE FOUNDATION WAS FISCAL SPONSOR FOR SIX GRANTS (INCLUDING THE TWO SCHOLARSHIP FUNDS DISCLOSED IN SCHEDULE D, PART IV, LINE 2B) DURING THE FISCAL YEAR.

4c (Code) (Expenses \$ 797,859. including grants of \$ 797,859.) (Revenue \$)
GRANTS TO EDUCATORS:

AT THE NEA FOUNDATION, WE SUPPORT NEW IDEAS AND PRACTICES TO STRENGTHEN TEACHING AND LEARNING. OUR GOAL IS TO FUND AND SHARE SUCCESSFUL STRATEGIES TO EDUCATE AND PREPARE CHILDREN FOR BRIGHT AND REWARDING FUTURES. THESE GRANTS ARE DIVIDED INTO TWO CATEGORIES DESCRIBED BELOW:

1.) STUDENT ACHIEVEMENT - \$2,000 OR \$5,000 GRANTS FOR PRE K-16 EDUCATORS TO PROMOTE CLASSROOM INNOVATION AND TO ENGAGE STUDENTS IN CRITICAL THINKING TO DEEPEN THEIR KNOWLEDGE OF STANDARD-BASED MATTER.

2.) LEARNING & LEADERSHIP - \$2,000 OR \$5,000 GRANTS FOR ALL PPREK-16

4d Other program services (Describe in Schedule O.)

(Expenses \$ 2,214,945. including grants of \$ 422,454.) (Revenue \$)

4e Total program service expenses 6,266,341.

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

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

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**THE NEA FOUNDATION FOR THE IMPROVEMENT
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Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
24b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
24c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
24d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
25b 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>		X
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>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
28a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
28c 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>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
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>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
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>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
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>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
35b 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>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
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>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Form **990** (2012)

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

Form 990 (2012)

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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	75	
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?	X	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	20	
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	X	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
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)?		X
b If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
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?		X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7 Organizations that may receive deductible contributions under section 170(c).		
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?	X	
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
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?		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9 Sponsoring organizations maintaining donor advised funds.		
a Did the organization make any taxable distributions under section 4966?		
b Did the organization make a distribution to a donor, donor advisor, or related person?		
10 Section 501(c)(7) organizations. Enter:		
a Initiation fees and capital contributions included on Part VIII, line 12	10a	
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11 Section 501(c)(12) organizations. Enter:		
a Gross income from members or shareholders	11a	
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b	
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13 Section 501(c)(29) qualified nonprofit health insurance issuers.		
a Is the organization licensed to issue qualified health plans in more than one state? Note. 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	X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

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

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

☒ X

Section A. Governing Body and Management

	1a	1b	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year 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.	20			
b Enter the number of voting members included in line 1a, above, who are independent		19		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		2		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		3		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		4		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		5		X
6 Did the organization have members or stockholders?		6		X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		7a		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		7b		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a The governing body?		8a	X	
b Each committee with authority to act on behalf of the governing body?		8b	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		9		X

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **AL, AK, AR, CA, CO, CT, FL, IL, KS, KY, MA, MD**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☒ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization. **NANCY MOLL - (202) 822-7843**
1201 16TH STREET, NW, NO. 416, WASHINGTON, DC 20036

232008
12-10-12

SEE SCHEDULE O FOR FULL LIST OF STATES

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) HARRIET SANFORD PRESIDENT & CEO	37.50	X		X				237,723.	0.	65,491.
(2) ELIZABETH OLIVER-FARROW IMMEDIATE PAST CHAIR	1.00	X		X				0.	0.	0.
(3) MARK CHICHESTER CHAIR	1.00	X		X				0.	0.	0.
(4) JOHN STOCKS SECRETARY/TREASURER	1.00	X		X				0.	0.	0.
(5) ROBERT ADAMS, JR. DIRECTOR	1.00	X						0.	0.	0.
(6) DONNA MEACHAM BLACKMAN DIRECTOR	1.00	X						0.	0.	0.
(7) CRYSTAL BROWN DIRECTOR	1.00	X						0.	0.	0.
(8) KIMBERLY OLIVER BURNIM DIRECTOR	1.00	X						0.	0.	0.
(9) JEREMIAH COLLINS DIRECTOR	1.00	X						0.	0.	0.
(10) SHARON GALLAGHER-FISHBAUGH DIRECTOR	1.00	X						0.	0.	0.
(11) JERRY JOHNSON DIRECTOR	1.00	X						0.	0.	0.
(12) PAIGE JOHNSON DIRECTOR	1.00	X						0.	0.	0.
(13) LOLA KELLY DIRECTOR	1.00	X						0.	0.	0.
(14) HERB LEVITT DIRECTOR	1.00	X						0.	0.	0.
(15) LORI MCFARLING DIRECTOR	1.00	X						0.	0.	0.
(16) PETE ROMERO DIRECTOR	1.00	X						0.	0.	0.
(17) DENNIS VAN ROEKEL DIRECTOR	1.00	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) KEVIN WELNER DIRECTOR	1.00	X						0.	0.	0.
(19) LAUREN WOODMAN DIRECTOR	1.00	X						0.	0.	0.
(20) CATHY ZIER DIRECTOR	1.00	X						0.	0.	0.
(21) NANCY MOLL SVP OF FINANCE	37.50			X				143,428.	0.	43,871.
(22) ELIZABETH DUNNING SVP OF PROGRAMS	37.50					X		138,645.	0.	37,227.
(23) EDITH WOOTEN SVP OF COMMUNICATIONS	37.50					X		116,893.	0.	30,715.
1b Sub-total								636,689.	0.	177,304.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								636,689.	0.	177,304.

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 **4**

3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual

	Yes	No
3		X
4	X	
5		X

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
SHOCKING ORANGE PRODUCTIONS P.O. BOX 1565, REHOBOTH BEACH, DE 19971	EVENT PRODUCTION MANAGEMENT	196,497.

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 **1**

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Part VIII Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a 4,300.				
	b Membership dues	1b				
	c Fundraising events	1c 225,637.				
	d Related organizations	1d				
	e Government grants (contributions)	1e 217,214.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 4,958,985.				
	g Noncash contributions included in lines 1a-1f \$					
	h Total. Add lines 1a-1f		5,406,136.			
Program Service Revenue	Business Code					
	2 a					
	b					
	c					
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f					
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		255,339.		3.	255,336.
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
		(i) Real (ii) Personal				
	6 a Gross rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities (ii) Other 3309324.				
	b Less: cost or other basis and sales expenses	3060622.				
	c Gain or (loss)	248,702.				
	d Net gain or (loss)		248,702.		248,702.	
	8 a Gross income from fundraising events (not including \$ 225,637. of contributions reported on line 1c). See Part IV, line 18	a 92,838.				
	b Less: direct expenses	b 92,838.				
	c Net income or (loss) from fundraising events		0.			
	9 a Gross income from gaming activities. See Part IV, line 19	a				
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b					
c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code				
11 a						
b						
c						
d All other revenue						
e Total. Add lines 11a-11d						
12 Total revenue. See instructions.		5,910,177.	0.	3.	504,038.	

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Part IX Statement of Functional Expenses

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

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

☒ X

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	2,994,971.	2,994,971.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	645,000.	645,000.		
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	501,561.	320,999.	110,344.	70,218.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	1,016,222.	650,382.	223,569.	142,271.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	131,722.	84,302.	28,978.	18,442.
9 Other employee benefits	232,332.	147,256.	53,119.	31,957.
10 Payroll taxes	98,267.	62,891.	21,619.	13,757.
11 Fees for services (non-employees):				
a Management				
b Legal	14,207.		14,207.	
c Accounting	24,255.	15,523.	5,336.	3,396.
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	257,371.		257,371.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	857,861.	818,791.	39,070.	
12 Advertising and promotion	37,524.	14,552.	20,352.	2,620.
13 Office expenses	135,161.	129,643.		5,518.
14 Information technology				
15 Royalties				
16 Occupancy	21,216.	21,216.		
17 Travel	373,115.	329,319.	38,043.	5,753.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	20,829.	14,206.	3,698.	2,925.
20 Interest	964.		964.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	10,278.	6,578.	2,261.	1,439.
23 Insurance	5,556.	3,556.	1,222.	778.
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 LICENSE & REGISTRATION	11,917.		798.	11,119.
b MISCELLANEOUS EXPENSES	9,346.	5,765.	1,332.	2,249.
c DUES & MEMBERSHIPS	9,189.	1,391.	4,399.	3,399.
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	7,408,864.	6,266,341.	826,682.	315,841.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here ☐ if following SOP 98-2 (ASC 958-720)

**THE NEA FOUNDATION FOR THE IMPROVEMENT
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Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	988,047.	1	1,711,582.
	2 Savings and temporary cash investments	1,063,899.	2	770,944.
	3 Pledges and grants receivable, net	276,656.	3	368,899.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr) Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	16,826.	9	18,481.
	10a Land, buildings, and equipment: cost or other basis Complete Part VI of Schedule D	103,947.		
	b Less: accumulated depreciation	89,221.		
	11 Investments - publicly traded securities	22,204.	10c	14,726.
	12 Investments - other securities. See Part IV, line 11	43,777,678.	11	44,774,477.
	13 Investments - program-related. See Part IV, line 11		12	
	14 Intangible assets		13	
	15 Other assets. See Part IV, line 11		14	
16 Total assets. Add lines 1 through 15 (must equal line 34)	46,145,310.	15	47,659,109.	
Liabilities	17 Accounts payable and accrued expenses	502,149.	16	378,932.
	18 Grants payable	2,463,048.	17	1,797,952.
	19 Deferred revenue		18	
	20 Tax-exempt bond liabilities		19	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	82,098.	20	82,098.
	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		21	
	23 Secured mortgages and notes payable to unrelated third parties		22	
	24 Unsecured notes and loans payable to unrelated third parties		23	
	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	8,789.	24	6,941.
	26 Total liabilities. Add lines 17 through 25	3,056,084.	25	2,265,923.
	Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☒ and complete lines 27 through 29, and lines 33 and 34.		
27 Unrestricted net assets		42,469,894.	26	43,801,805.
28 Temporarily restricted net assets		619,332.	27	1,591,381.
29 Permanently restricted net assets			28	
Organizations that do not follow SFAS 117 (ASC 958), check here ☐ and complete lines 30 through 34.				
30 Capital stock or trust principal, or current funds			29	
31 Paid-in or capital surplus, or land, building, or equipment fund			30	
32 Retained earnings, endowment, accumulated income, or other funds			31	
33 Total net assets or fund balances		43,089,226.	32	45,393,186.
34 Total liabilities and net assets/fund balances		46,145,310.	33	47,659,109.

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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	5,910,177.
2	Total expenses (must equal Part IX, column (A), line 25)	2	7,408,864.
3	Revenue less expenses. Subtract line 2 from line 1	3	<1,498,687.>
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	43,089,226.
5	Net unrealized gains (losses) on investments	5	3,802,647.
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	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	45,393,186.

Part XII Financial Statements and Reporting

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

- 1** Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a** Were the organization's financial statements compiled or reviewed by an independent accountant?
If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:
☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis
- b** Were the organization's financial statements audited by an independent accountant?
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:
☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis
- c** If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a** As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

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Schedule A (Form 990 or 990-EZ) 2012 **OF EDUCATION**

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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.")	2783501.	4304603.	3055145.	3322567.	5406136.	18871952.
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	2783501.	4304603.	3055145.	3322567.	5406136.	18871952.
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)						3701332.
6 Public support. Subtract line 5 from line 4						15170620.

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	2783501.	4304603.	3055145.	3322567.	5406136.	18871952.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	581,260.	447,228.	678,285.	466,961.	255,336.	2429070.
9 Net income from unrelated business activities, whether or not the business is regularly carried on	715.					715.
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						21301737.
12 Gross receipts from related activities, etc. (see instructions)					12	497,218.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 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	71.22 %
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	77.81 %
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 ▶ ☐		

Schedule A (Form 990 or 990-EZ) 2012

N/A

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

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

Section A. Public Support

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

Section B. Total Support

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

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here** ☐

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

b 33 1/3% support tests - 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

OMB No 1545-0047

2012

Open to Public
Inspection

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

▶ **See separate instructions.**

If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part V, line 46 (Political Campaign Activities), then

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

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

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

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

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

Name of organization	THE NEA FOUNDATION FOR THE IMPROVEMENT OF EDUCATION	Employer identification number	23-7035089
----------------------	--	--------------------------------	-------------------

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

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.

2 Political expenditures

▶ \$ 0.

3 Volunteer hours

0.

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

1 Enter the amount of any excise tax incurred by the organization under section 4955

▶ \$ 0.

2 Enter the amount of any excise tax incurred by organization managers under section 4955

▶ \$ 0.

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year?

☐ Yes ☐ No

4a Was a correction made?

☐ Yes ☐ No

b If "Yes," describe in Part IV.

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

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

▶ \$

2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities

▶ \$

3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b

▶ \$

4 Did the filing organization file Form 1120-POL for this year?

☐ Yes ☐ No

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

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

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

Schedule C (Form 990 or 990-EZ) 2012

LHA

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THE NEA FOUNDATION FOR THE IMPROVEMENT

Schedule C (Form 990 or 990-EZ) 2012 **OF EDUCATION**

23-7035089 Page 2

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

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)		0.	
b Total lobbying expenditures to influence a legislative body (direct lobbying)		0.	
c Total lobbying expenditures (add lines 1a and 1b)		0.	
d Other exempt purpose expenditures		7,408,864.	
e Total exempt purpose expenditures (add lines 1c and 1d)		7,408,864.	
f Lobbying nontaxable amount. Enter the amount from the following table in both columns		520,443.	
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:		
Not over \$500,000	20% of the amount on line 1e		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000		
Over \$17,000,000	\$1,000,000.		
g Grassroots nontaxable amount (enter 25% of line 1f)		130,111.	
h Subtract line 1g from line 1a. If zero or less, enter -0-		0.	
i Subtract line 1f from line 1c. If zero or less, enter -0-		0.	
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		☐ Yes ☐ No	

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

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
2a Lobbying nontaxable amount		463,935.	469,336.	520,443.	1,453,714.
b Lobbying ceiling amount (150% of line 2a, column(e))					2,180,571.
c Total lobbying expenditures		37,960.			37,960.
d Grassroots nontaxable amount		115,984.	117,334.	130,111.	363,429.
e Grassroots ceiling amount (150% of line 2d, column (e))					545,144.
f Grassroots lobbying expenditures		37,960.			37,960.

Schedule C (Form 990 or 990-EZ) 2012

THE NEA FOUNDATION FOR THE IMPROVEMENT

Schedule C (Form 990 or 990-EZ) 2012 OF EDUCATION

23-7035089 Page 3

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

N/A

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

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

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

N/A

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

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

N/A

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

Part IV Supplemental Information

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

N/A

SCHEDULE D
(Form 990)Department of the Treasury
Internal Revenue Service**Supplemental Financial Statements**▶ Complete if the organization answered "Yes," to Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012Open to Public
InspectionName of the organization **THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**Employer identification number
23-7035089**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. *N/A*

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. *N/A*

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	▶ \$ _____

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

Schedule D (Form 990) 2012

23-7035089 Page 2

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

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

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

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

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

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

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

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

	Amount
1c	
1d	
1e	
1f	

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

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	44,641,804.	44,216,246.	41,830,610.	38,728,800.	45,922,684.
b Contributions					
c Net investment earnings, gains, and losses	4,306,688.	4,091,418.	5,179,864.	4,859,574.	<3,711,124.>
d Grants or scholarships					
e Other expenditures for facilities and programs	3,345,866.	3,416,504.	2,794,228.	1,757,764.	3,482,760.
f Administrative expenses	257,371.	249,356.			
g End of year balance	45,345,255.	44,641,804.	44,216,246.	41,830,610.	38,728,800.

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

- a Board designated or quasi-endowment ▶ 100.00 %
b Permanent endowment ▶ .00 %
c Temporarily restricted endowment ▶ .00 %

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

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

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

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		56,593.	47,498.	9,095.
e Other		47,354.	41,723.	5,631.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				14,726.

Schedule D (Form 990) 2012

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

Schedule D (Form 990) 2012

23-7035089 Page 3

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

N/A

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

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

N/A

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

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

N/A

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

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) CAPITAL LEASE OBLIGATIONS	6,941.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

6,941.

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

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

Schedule D (Form 990) 2012

23-7035089 Page **4**

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	10,270,891.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	3,802,647.
b	Donated services and use of facilities	2b	558,067.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	4,360,714.
3	Subtract line 2e from line 1	3	5,910,177.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)	5	5,910,177.

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

1	Total expenses and losses per audited financial statements	1	7,966,931.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	558,067.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	558,067.
3	Subtract line 2e from line 1	3	7,408,864.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)	5	7,408,864.

Part XIII Supplemental Information

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

PART IV, LINE 2B: THE NEA FOUNDATION (THE FOUNDATION) ACTS AS FISCAL

SPONSOR FOR TWO SCHOLARSHIP FUNDS OF THE NATIONAL EDUCATION ASSOCIATION

(NEA) AND THE KENTUCKY EDUCATION ASSOCIATION AFFILIATE. AS CUSTODIAN THE

FOUNDATION INVESTS AND MANAGES THE SCHOLARSHIP PROGRAM WITH SUPPORT FROM

NEA AND ITS AFFILIATE. ALL TRANSACTIONS RELATED TO THESE FUNDS ARE

RECORDED AS TEMPORARILY RESTRICTED ACTIVITY IN THE FOUNDATION'S ACCOUNTING

RECORDS.

Schedule D (Form 990) 2012

Part XIII Supplemental Information (continued)

PART V, LINE 4: A PORTION OF THE FOUNDATION'S ENDOWMENT FUNDS ARE UTILIZED TO HELP FUND THE FOUNDATION'S ANNUAL OPERATING BUDGET FOR VARIOUS FOUNDATION PROGRAMS. THE APPROVED SPENDING RATE AND THE AMOUNT OF FUNDS TO BE DRAWN FROM THE FOUNDATION'S ENDOWMENT ARE REVIEWED ANNUALLY.

PART X, LINE 2: THE FOUNDATION PERFORMED AN EVALUATION OF UNCERTAIN TAX POSITIONS FOR THE YEARS ENDED AUGUST 31, 2013 AND 2012, AND DETERMINED THAT THERE WERE NO MATTERS THAT WOULD REQUIRE RECOGNITION IN THE FINANCIAL STATEMENTS OR THAT MAY HAVE ANY EFFECT ON ITS TAX-EXEMPT STATUS.

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2012

Open To Public Inspection

Employer identification number
23-7035089

Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

- a** ☐ Mail solicitations
b ☐ Internet and email solicitations
c ☐ Phone solicitations
d ☐ In-person solicitations
e ☐ Solicitation of non-government grants
f ☐ Solicitation of government grants
g ☐ Special fundraising events

- ☐ Yes ☐ No

- | (i) Name and address of individual or entity (fundraiser) | (ii) Activity | (iii) Did fundraiser have custody or control of contributions? | | (iv) Gross receipts from activity | (v) Amount paid to (or retained by) fundraiser listed in col. (i) | (vi) Amount paid to (or retained by) organization |
|---|---------------|--|----|-----------------------------------|---|---|
| | | Yes | No | | | |
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| Total | | | | | | |

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

THE NEA FOUNDATION FOR THE IMPROVEMENT

Schedule G (Form 990 or 990-EZ) 2012 **OF EDUCATION**

23-7035089 Page 2

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		2013 SALUTE TO EXCELLENCE		NONE	
		(event type)	(event type)	(total number)	
Revenue	1	Gross receipts	318,475.		318,475.
	2	Less: Contributions	225,637.		225,637.
	3	Gross income (line 1 minus line 2)	92,838.		92,838.
Direct Expenses	4	Cash prizes			
	5	Noncash prizes			
	6	Rent/facility costs	8,720.		8,720.
	7	Food and beverages	84,118.		84,118.
	8	Entertainment			
	9	Other direct expenses			
	10	Direct expense summary. Add lines 4 through 9 in column (d)			92,838.
	11	Net income summary. Combine line 3, column (d), and line 10			0.

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

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1	Gross revenue			
	2	Cash prizes			
Direct Expenses	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No
	7	Direct expense summary. Add lines 2 through 5 in column (d)			()
	8	Net gaming income summary. Combine line 1, column d, and line 7			

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

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

b If "No," explain: _____

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

b If "Yes," explain: _____

THE NEA FOUNDATION FOR THE IMPROVEMENT

Schedule G (Form 990 or 990-EZ) 2012 OF EDUCATION

23-7035089 Page 3

- 11 Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13 Indicate the percentage of gaming activity operated in:
- | | | |
|-------------------------------|-----|---|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | % |
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ► _____

Address ► _____

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

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

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

Name ► _____

Address ► _____

- 16 Gaming manager information:

Name ► _____

Gaming manager compensation ► \$ _____

Description of services provided ► _____

☐ Director/officer

☐ Employee

☐ Independent contractor

- 17 Mandatory distributions:

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

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

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

N/A

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization **THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION** Employer identification number **23-7035089**

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.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
UNITED WAY OF PIONEER VALLEY 184 MILL STREET SPRINGFIELD, MA 01108	04-2152680	501(C)(3)	250,000.	0.			UNION-DISTRICT COLLABORATIONS
FOUNDATION FOR LEE COUNTY PUBLIC SCHOOLS - P.O. BOX 1608 - FT. MEYER, FL 33901	59-2637849	501(C)(3)	250,000.	0.			UNION-DISTRICT COLLABORATIONS
UNITED WAY OF CENTRAL OHIO 360 SOUTH THIRD STREET COLUMBUS, OH 43215-5485	31-4393712	501(C)(3)	250,000.	0.			UNION-DISTRICT COLLABORATIONS
OMAHA SCHOOLS FOUNDATION 3215 CUMING STREET OMAHA, NE 68131	36-3301526	501(C)(3)	150,000.	0.			UNION-DISTRICT COLLABORATIONS
MASSACHUSETTS TEACHERS ASSOCIATION 20 ASHBURTON PLACE BOSTON, MA 02108	04-1591200	501(C)(5)	44,000.	0.			UNION-DISTRICT COLLABORATIONS
SPRINGFIELD EDUCATION ASSOCIATION 3440 LIBERTY DRIVE SPRINGFIELD, IL 62704	37-0343390	501(C)(5)	20,000.	0.			UNION-DISTRICT COLLABORATIONS

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

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

19.
7.

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

Schedule I (Form 990) (2012)

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

23-7035089 Page 1

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
MILWAUKEE TEACHER'S EDUCATION ASSOCIATION - 5130 WEST VLIET STREET - MILWAUKEE, WI 53208	39-0478280	501(C)(5)	8,000.	0.			UNION-DISTRICT COLLABORATIONS
PAYETTE COUNTY EDUCATION ASSOCIATION - 523 WELLINGTON WAY - LEXINGTON, KY 40503	61-0891535	501(C)(5)	8,000.	0.			UNION-DISTRICT COLLABORATIONS
PUBLIC EDUCATION FOUNDATION 100 EAST TENTH STREET, SUITE 500 CHATTANOOGA, TN 37402	62-1356764	501(C)(3)	8,000.	0.			UNION-DISTRICT COLLABORATIONS
SEATTLE EDUCATION ASSOCIATION 720 NOB HILL AVENUE SEATTLE, WA 98019	91-0684298	501(C)(5)	8,000.	0.			UNION-DISTRICT COLLABORATIONS
OREGON CITY SCHOOL DISTRICT 1417 12TH STREET, P.O. BOX 2110 OREGON CITY, OR 97045			6,620.	0.			UNION-DISTRICT COLLABORATIONS
NEA 1201 16TH STREET, NW WASHINGTON, DC 20036	53-0115260	501(C)(5)	1,289,950.	0.			FISCAL SPONSORSHIP
DONORSCHOOSE.ORG 213 WEST 35TH STREET NEW YORK, NY 10001	13-4129457	501(C)(3)	250,000.	0.			INNOVATION
PUBLIC INTEREST PROJECT 45 WEST 36TH STREET, 6TH FLOOR NEW YORK, NY 10018	13-3191113	501(C)(3)	100,000.	0.			COMMUNITIES FOR PUBLIC EDUCATION REFORM
OHIO STATE UNIVERSITY 185 ARPS HALL, 1945 N. HIGH STREET COLUMBUS, OH 43210	31-1145986	501(C)(3)	47,236.	0.			FISCAL SPONSORSHIP

Schedule I (Form 990)

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

23-7035089 Page 1

Schedule I (Form 990) Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ASIA SOCIETY 725 PARK AVENUE NEW YORK, NY 10021	13-3234632	501(C)(3)	35,000.	0.			INNOVATION
PRIMARY SOURCE 101 WALNUT STREET WATERTOWN, MA 02472	04-2911053		30,000.	0.			INNOVATION
NEA HIN 1201 16TH STREET, NW WASHINGTON, DC 20036	58-1898631	501(C)(3)	30,000.	0.			NEW PROGRAM DEVELOPMENT
NATIONAL PUBLIC EDUCATION SUPPORT FUND - 1825 K STREET, NW - WASHINGTON, DC 20006	26-3015634		25,000.	0.			NEW PROGRAM DEVELOPMENT
NEW JERSEY CENTER FOR TEACHING AND LEARNING - 115 FRANKLIN TURNPIKE - MAHWAH, NJ 07430	77-0667571	501(C)(3)	20,000.	0.			NEW PROGRAM DEVELOPMENT
DANCE PLACE 3225 8TH STREET, NE WASHINGTON, DC 20017	52-1118504	501(C)(3)	15,000.	0.			NEW PROGRAM DEVELOPMENT
LEARNING FIRST ALLIANCE 1680 DUKE STREET ALEXANDRIA, VA 22314	52-2085368		12,000.	0.			NEW PROGRAM DEVELOPMENT
FIRST BOOK 1319 F STREET, NW WASHINGTON, DC 20004	52-1779606	501(C)(3)	11,750.	0.			NEW PROGRAM DEVELOPMENT
GREEN BUILDING INSTITUTE 7761 WATERLOO ROAD JESSUP, MD 20794	54-2157400	501(C)(3)	10,550.	0.			NEW PROGRAM DEVELOPMENT

Schedule I (Form 990)

23-7035089

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Schedule I (Form 990)

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

23-7035089 Page 2

Schedule I (Form 990) (2012)

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
GRANTS TO EDUCATORS	159	570,000.	0.		
AWARDS FOR TEACH EXCELLENCE	5	75,000.	0.		

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

SCHEDULE I, PART I, LINE 2: THE FOUNDATION USUALLY ISSUES GRANTS FOR NO

MORE THAN A 12 MONTH PERIOD. THE FOUNDATION PROGRAM STAFF PERFORMS SITE

VISITS AT LEAST ONCE DURING THE FISCAL YEAR FOR GRANTS TOTALING MORE THAN

\$100,000. SITE VISITS CAN ALSO BE MADE ON A SELECTIVE BASIS FOR GRANTS OF

\$100,000 OR LESS. THE GRANTEE IS REQUIRED TO REPORT TO THE FOUNDATION ON

THE PROGRESS OF THE GRANT FUNDED PROJECT AT LEAST ONCE PER YEAR AND THE

RECEIPT OF ADDITIONAL FUNDS IS CONTINGENT UPON THE RECEIPT, REVIEW AND

APPROVAL OF BOTH PROGRAMMATIC AND FINANCIAL REPORTS. ADDITIONALLY, THE

FOUNDATION HAS A POLICY OF RETAINING AT LEAST 10% OF THE GRANT FUNDS FOR

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012

Open to Public Inspection

Name of the organization

**THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

Employer identification number

23-7035089

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 | ☐ Housing allowance or residence for personal use |
| ☐ Travel for companions | ☐ Payments for business use of personal residence |
| ☐ Tax indemnification and gross-up payments | ☐ Health or social club dues or initiation fees |
| ☐ Discretionary spending account | ☐ Personal services (e.g., maid, chauffeur, chef) |

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

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 | ☐ Written employment contract |
| ☒ Independent compensation consultant | ☐ Compensation survey or study |
| ☒ Form 990 of other organizations | ☒ Approval by the board or compensation committee |

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

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

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

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

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

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

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

a The organization?

b Any related organization?

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

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

a The organization?

b Any related organization?

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

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

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

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

Yes No

1b

2

4a

4b

4c

5a

5b

6a

6b

7

8

9

X

X

X

X

X

X

X

X

X

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

Schedule J (Form 990) 2012

23-7035089

OF EDUCATION

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

[illegible]

THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION

Schedule J (Form 990) 2012

23-7035089

Page 3

Part III Supplemental Information

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

PART I, LINE 7: ALL STAFF, OTHER THAN THE PRESIDENT & CEO, HAD THE
OPPORTUNITY TO OBTAIN A BONUS, UP TO 3% OF SALARY LAST YEAR, BASED ON
MEETING THEIR ANNUAL PERFORMANCE PLAN GOALS.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No 1545-0047

2012

Open to Public
Inspection

Name of the organization

THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION

Employer identification number

23-7035089

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

AND STRENGTHENING PARTNERSHIPS AMONG LOCAL UNIONS, SCHOOL DISTRICTS AND
COMMUNITY ORGANIZATIONS CREATES A POWERFUL FORCE FOR IMPROVING STUDENT
PERFORMANCE AND A VEHICLE FOR SYSTEMIC REFORM. GRANTS ARE AWARDED TO
DISTRICT-BASED TEAMS COMPOSED OF THE SCHOOL DISTRICT, THE TEACHER'S
UNION AND AT LEAST ONE COMMUNITY ORGANIZATION. TOGETHER, THESE PARTNERS
FOCUS ON THEIR COMMUNITY'S MOST PRESSING ACHIEVEMENT GAPS AND DEVELOP A
STRATEGY TO ADDRESS THEM. THE JOINT PLANNING ENSURES THAT THE
IMPLEMENTATION EFFORT IS OWNED BY ALL PARTIES - INCREASING ITS
EFFECTIVENESS AND CHANCES FOR SUCCESS.

THE FOUNDATION PROVIDED GRANT FUNDS TO 4 DIFFERENT SCHOOL DISTRICTS
DURING THE YEAR.

THE NEA FOUNDATION INSTITUTE (THE INSTITUTE) FOR INNOVATION IN TEACHING
& LEARNING IS A STRUCTURED LEARNING EXPERIENCE THAT SUPPORTS LOCAL
UNIONS AND SCHOOL DISTRICT LEADERS COLLABORATIVE EFFORTS TO MAKE
SIGNIFICANT, MEASURABLE CHANGES IN COLLECTIVE BARGAINING AGREEMENTS AND
EDUCATION POLICIES AND PRACTICES THAT IMPROVE TEACHING AND STUDENT
LEARNING. THE INSTITUTE IS COMPRISED OF LEADERSHIP TEAMS DRAWN FROM
ACROSS THE COUNTRY. THESE TEAMS INCLUDE LOCAL UNION, DISTRICT
ADMINISTRATION, AND COMMUNITY MEMBERS. EACH HAS IDENTIFIED ISSUES MOST
CRITICAL TO THEIR STUDENTS AND HAS MADE A COMMITMENT TO WORK TOGETHER
TOWARD A COMMON GOAL: TO IMPROVE THE QUALITY OF EDUCATION FOR THEIR
STUDENTS. THE FOUNDATION PROVIDED TECHNICAL ASSISTANCE AND COACHING
SUPPORT TO 13 DIFFERENT SCHOOL DISTRICTS DURING THE YEAR.

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

Schedule O (Form 990 or 990-EZ) (2012)

232211
01-04-13

Name of the organization THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATIONEmployer identification number
23-7035089

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

EDUCATORS TO PROMOTE PROFESSIONAL DEVELOPMENT TO IMPROVE THEIR TEACHING
SKILLS AND TO SHARE WITH COLLEAGUES.THE FOUNDATION PROVIDED GRANTS TO 157 INDIVIDUAL EDUCATORS DURING THE
YEAR, SUPPORTING NEARLY 700,000 STUDENTS.

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

AWARDS FOR TEACHING EXCELLENCE

EXPENSES \$ 381,047. INCLUDING GRANTS OF \$ 104,700. REVENUE \$ 0.

INNOVATION

EXPENSES \$ 113,694. INCLUDING GRANTS OF \$ 34,204. REVENUE \$ 0.

NEW PROGRAM DEVELOPMENT

EXPENSES \$ 188,251. INCLUDING GRANTS OF \$ 183,550. REVENUE \$ 0.

COMMUNITIES FOR PUBLIC EDUCATION REFORM

EXPENSES \$ 100,000. INCLUDING GRANTS OF \$ 100,000. REVENUE \$ 0.

PROGRAM ADMINISTRATION

EXPENSES \$ 1,431,953. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

FORM 990, PART VI, SECTION B, LINE 11: THE FEDERAL FORM 990 IS PREPARED BY
THE FOUNDATION'S ACCOUNTING FIRM BASED ON INFORMATION PROVIDED BY THE
FOUNDATION. THE FOUNDATION'S REVIEW PROCESS FOR THE DRAFT FORM 990 IS AS

Name of the organization THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION

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23-7035089

FOLLOWS:

THE FOUNDATION'S SENIOR VICE PRESIDENT (SVP) OF FINANCE REVIEWS THE DRAFT FORM 990 FOR COMPLETENESS AND ACCURACY. THE DRAFT FORM 990 IS REVISED AS NECESSARY AFTER THE SVP OF FINANCE'S REVIEW.

THE REVISED DRAFT FORM 990 IS THEN SUBMITTED TO THE PRESIDENT & CEO FOR HER REVIEW. THE DRAFT FORM 990 IS REVISED AS NECESSARY AFTER THE PRESIDENT & CEO'S REVIEW.

THE COMPLETED DRAFT FORM 990 IS THEN DISTRIBUTED TO THE ENTIRE BOARD OF DIRECTOR'S FOR THEIR REVIEW.

ANY COMMENTS FROM THE BOARD OF DIRECTORS ARE CONSIDERED AND THE DRAFT FORM 990 IS MODIFIED AS NECESSARY.

THE FEDERAL FORM 990 IS FINALIZED BY THE PRESIDENT & CEO APPROVING THE FEDERAL FORM 990 WHICH IS THEN FILED WITH THE INTERNAL REVENUE SERVICE.

FORM 990, PART VI, SECTION B, LINE 12C: THE FOUNDATION'S BOARD OF DIRECTORS AND THE FOUNDATION STAFF COMPLETE AND SIGN CONFLICT OF INTEREST FORMS ANNUALLY NEAR THE BEGINNING OF THE FISCAL YEAR. THE PRESIDENT & CEO REVIEWS THE STAFF MEMBERS' COMPLETED FORMS FOR POTENTIAL CONFLICTS AND SIGNS EACH FORM. THE CHAIR OF THE BOARD OF DIRECTORS REVIEWS THE BOARD MEMBERS' COMPLETED FORMS FOR POTENTIAL CONFLICTS AND SIGNS OFF ON EACH FORM. IF THERE IS A CONFLICT OF INTEREST, THE STAFF OR BOARD MEMBER DO NOT PARTICIPATE IN ANY DECISIONS RELATED TO THE CONFLICT THROUGHOUT THE YEAR.

NEW BOARD MEMBERS AND STAFF MEMBERS WHO JOIN THE FOUNDATION DURING THE YEAR

232212
01-04-13

Schedule O (Form 990 or 990-EZ) (2012)

Name of the organization **THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATION**

Employer identification number
23-7035089

COMPLETE THE CONFLICT OF INTEREST FORM WHEN THEY JOIN THE FOUNDATION. THESE FORMS ARE REVIEWED AND SIGNED OFF ON BY APPROPRIATE INDIVIDUALS THROUGHOUT THE YEAR.

FORM 990, PART VI, SECTION B, LINE 15: LED BY THE CHAIR OF THE BOARD, THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS IS RESPONSIBLE FOR THE REVIEW AND COMPENSATION ADJUSTMENTS OF THE FOUNDATION'S PRESIDENT & CEO. THE COMMITTEE UTILIZES THE FOLLOWING STEPS IN THE REVIEW PROCESS:

THE CHAIR, IN CONSULTATION WITH THE PRESIDENT & CEO, SETS GOALS AND REVIEWS THE PROGRESS TOWARDS SAID GOALS.

BIANNUALLY, ALL MEMBERS OF THE BOARD OF DIRECTORS COMPLETE THE BOARD SOURCE "CHIEF EXECUTIVE ASSESSMENT" TO EVALUATE THE PRESIDENT & CEO'S PERFORMANCE. THE RESULTS OF THE ASSESSMENT ARE COMPILED, SUMMARIZED AND REVIEWED BY THE EXECUTIVE COMMITTEE. NO CHANGES IN THE PRESIDENT & CEO'S COMPENSATION PACKAGE WILL BE DISCUSSED AT THIS MEETING. THE EXECUTIVE COMMITTEE MEETS AT A LATER DATE TO REVIEW THE PRESIDENT & CEO'S COMPENSATION PACKAGE.

THE BOARD CHAIR THEN COMMUNICATES ANY ADJUSTMENTS TO THE PRESIDENT & CEO'S COMPENSATION PACKAGE TO THE SVP OF FINANCE.

THE FOUNDATION UPDATED THE EXECUTIVE COMPENSATION STUDY IN OCTOBER 2012 TO ENSURE THAT THE COMPENSATION PACKAGES CONTINUE TO BE REASONABLE COMPARED TO OTHER NOT-FOR-PROFIT ORGANIZATIONS.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:

AL, AK, AR, CA, CO, CT, FL, IL, KS, KY, MA, MD, ME, MI, MN, MS, NC, NH, NJ, NM, NY, ND, OH, OK, OR

232212
01-04-13

Schedule O (Form 990 or 990-EZ) (2012)

Name of the organization THE NEA FOUNDATION FOR THE IMPROVEMENT
OF EDUCATIONEmployer identification number
23-7035089

PA, RI, SC, TN, UT, VA, WA, WV, WI

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

FORM 990, PART IX, LINE 11G, OTHER FEES:

CONSULTING:

PROGRAM SERVICE EXPENSES	619,109.
MANAGEMENT AND GENERAL EXPENSES	39,070.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	658,179.

PRODUCTION MANAGEMENT:

PROGRAM SERVICE EXPENSES	199,682.
MANAGEMENT AND GENERAL EXPENSES	0.
FUNDRAISING EXPENSES	0.
TOTAL EXPENSES	199,682.
TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A	857,861.