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Form 990



Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter Social Security numbers on this form as it may be made public By law, the IRS generally cannot redact the information on the form
Information about Form 990 and its instructions is at www.irs.gov/form990

OMB No 1545-0047

2013

Open to Public Inspection

A For the 2013 calendar year, or tax year beginning 01-01-2013, 2013, and ending 12-31-2013

B Check if applicable

☐ Address change

☐ Name change

☐ Initial return

☐ Terminated

☐ Amended return

☐ Application pending

C Name of organization

UNITED SERVICE ORGANIZATIONS INC

Doing Business As

Number and street (or P O box if mail is not delivered to street address)

2111 WILSON BLVD
Suite 1200

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

ARLINGTON, VA 22201

F Name and address of principal officer

JOHN I PRAY JR
2111 WILSON BLVD
ARLINGTON, VA 22201

H(a) Is this a group return for subordinates?

☐ Yes ☒ No

H(b) Are all subordinates included?

☐ Yes ☐ No

If "No," attach a list (see instructions)

H(c) Group exemption number

1291

I Tax-exempt status

☒ 501(c)(3) ☐ 501(c) () ☐ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website:

WWW.USO.ORG

K Form of organization

☒ Corporation ☐ Trust ☐ Association ☐ Other

L Year of formation

1941

M State of legal domicile

DC

Part I Summary																										
Activities & Governance	1 Briefly describe the organization's mission or most significant activities The USO lifts the spirits of America's troops and their families																									
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets																									
	<table><tr><td>3</td><td>Number of voting members of the governing body (Part VI, line 1a)</td><td>3</td><td>35</td></tr><tr><td>4</td><td>Number of independent voting members of the governing body (Part VI, line 1b)</td><td>4</td><td>34</td></tr><tr><td>5</td><td>Total number of individuals employed in calendar year 2013 (Part V, line 2a)</td><td>5</td><td>475</td></tr><tr><td>6</td><td>Total number of volunteers (estimate if necessary)</td><td>6</td><td>13,503</td></tr><tr><td>7a</td><td>Total unrelated business revenue from Part VIII, column (C), line 12</td><td>7a</td><td>105,407</td></tr><tr><td>b</td><td>Net unrelated business taxable income from Form 990-T, line 34</td><td>7b</td><td></td></tr></table>	3	Number of voting members of the governing body (Part VI, line 1a)	3	35	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	34	5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	475	6	Total number of volunteers (estimate if necessary)	6	13,503	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	105,407	b	Net unrelated business taxable income from Form 990-T, line 34	7b		
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Net Assets or Fund Balances	<table><tr><th></th><th>Beginning of Current Year</th><th>End of Year</th></tr><tr><td>20</td><td>Total assets (Part X, line 16)</td><td>70,530,78378,620,910</td></tr><tr><td>21</td><td>Total liabilities (Part X, line 26)</td><td>12,305,76710,478,747</td></tr><tr><td>22</td><td>Net assets or fund balances Subtract line 21 from line 20</td><td>58,225,01668,142,163</td></tr></table>		Beginning of Current Year	End of Year	20	Total assets (Part X, line 16)	70,530,78378,620,910	21	Total liabilities (Part X, line 26)	12,305,76710,478,747	22	Net assets or fund balances Subtract line 21 from line 20	58,225,01668,142,163													
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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

JD CROUCH II President and CEO

Type or print name and title

2014-08-11

Date

Paid Preparer Use Only

Prnt/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name

Grant Thornton LLP

Firm's EIN

Firm's address

2010 CORPORATE RIDGE SUITE 400
MCLEAN, VA 22102

Phone no

(703) 847-7500

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

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11282Y

Form 990 (2013)

Part III

Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

☐ Yes ☒ No

1

Briefly describe the organization's mission

THE "MISSION STATEMENT" OF THE ORGANIZATION AS ADOPTED BY BOARD IS AS FOLLOWS "THE USO LIFTS THE SPIRITS OF AMERICA'S TROOPS AND THEIR FAMILIES "

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 \$ 44,840,209 including grants of \$ 4,587,261) (Revenue \$ 5,267,890)

SEE SCHEDULE O

4b

(Code) (Expenses \$ 9,144,823 including grants of \$ 75,000) (Revenue \$)

SEE SCHEDULE O

4c

(Code) (Expenses \$ 12,075,137 including grants of \$ 550,379) (Revenue \$)

SEE SCHEDULE O

4d

Other program services (Describe in Schedule O)

(Expenses \$ 22,318,435 including grants of \$ 2,468,581) (Revenue \$)

4e

Total program service expenses 88,378,604

Part IV Checklist of Required Schedules

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

Part IV

Checklist of Required Schedules (continued)

21	Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	21	Yes	
22	Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	Yes	
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If so, complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c		No
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> . . .	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	Yes	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> .	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Part V

Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

☒

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	271	
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	0	
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	475	
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	Yes	
3b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O.	Yes	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	Yes	
b	If "Yes," enter the name of the foreign country: IT, JA, AE, KS See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		No
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		No
5c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		No
6b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	Yes	
7b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	Yes	
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		No
7d	If "Yes," indicate the number of Forms 8282 filed during the year.		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		No
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		No
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	Yes	
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter		
10a	Initiation fees and capital contributions included on Part VIII, line 12.		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.		
11	Section 501(c)(12) organizations. Enter		
11a	Gross income from members or shareholders.		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them).		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year.		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.		
13c	Enter the amount of reserves on hand.		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		No
14b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		

Part VI

Governance, Management, and Disclosure

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

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

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

Section B. Policies

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

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	Yes
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	Yes
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	Yes
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	12c	Yes
13	Did the organization have a written whistleblower policy?	13	Yes
14	Did the organization have a written document retention and destruction policy?	14	Yes
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	15a	Yes
b	Other officers or key employees of the organization	15b	Yes
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	No
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	CT , HI , IL , MA , MN , NJ , OH , PA , SC , TN , VA , WA
18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply. ☒ 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 KRISTINE SHUMACKVP-CONTROLL 2111 WILSON BLVD 1200 ARLINGTON,VA 22201 (703)908-6400	

Check if Schedule O contains a response or note to any line in this Part VII ☒

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

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

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

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

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

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

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

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

[illegible]

Part VII

1b	Sub-Total			
c	Total from continuation sheets to Part VII, Section A			
d	Total (add lines 1b and 1c)	3,480,258	0	427,452

2 Total number of individuals (including but not limited to those listed in Item 1) who received more than \$100,000 of reportable compensation from the organization. 64

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

Section B. Independent Contractors

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

(A)	(B)	(C)
Name and business address	Description of services	Compensation
Polaris Direct, 300 Technology Drive HOOKSET NH 03106	Printing	2,706,147
Scott Long Construction Inc., 14170 Newbrook Drive CHANTILLY VA 20151	Construction	1,418,530
Worth Linen Associates Inc., 535 Fifth Ave NEW YORK NY 10017	DM Fundraiser	3,786,799
CLARK CONSTRUCTION GROUP, 7500 OLD GEORGETOWN RD BETHESDA MD 20814	CONSTRUCTION	6,309,607
VEE CORPORATION, 800 LA SALLE AVE STE 1750 MINNEAPOLIS MN 55402	Production	1,579,790

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 ▶63

Part VIII

Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a	Federated campaigns . . .	1a	1,718,856			
	b	Membership dues	1b				
	c	Fundraising events	1c	2,484,667			
	d	Related organizations	1d				
	e	Government grants (contributions)	1e	17,991,734			
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	110,193,122			
	g	Noncash contributions included in lines 1a-1f \$		6,245,673			
	h	Total. Add lines 1a-1f		132,388,379			
Program Service Revenue	2a	USO CENTER	Business Code				
			900099	5,084,059	5,084,059		
	b	PUBLICATIONS ADVERTISING	541800	104,407		104,407	
	c						
	d						
	e						
	f	All other program service revenue					
	g	Total. Add lines 2a-2f		5,188,466			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		298,111			298,111
	4	Income from investment of tax-exempt bond proceeds . .		0			
	5	Royalties		0			
	6a	Gross rents	(i) Real				
			(ii) Personal				
		b Less rental expenses					
		c Rental income or (loss)	0	0			
	d	Net rental income or (loss)		0			
	7a	Gross amount from sales of assets other than inventory	(i) Securities				
			(ii) Other				
		b Less cost or other basis and sales expenses	763,675	88,483			
		c Gain or (loss)	731,270	1,818			
	8a	Gross income from fundraising events (not including \$ 2,484,667 of contributions reported on line 1c) See Part IV, line 18					
		a	501,618				
		b Less direct expenses	b	1,279,473			
		c Net income or (loss) from fundraising events . . .		-777,855			-777,855
	9a	Gross income from gaming activities See Part IV, line 19					
		a					
		b Less direct expenses	b				
		c Net income or (loss) from gaming activities . . .		0			
	10a	Gross sales of inventory, less returns and allowances .					
		a	476,451				
		b Less cost of goods sold	b	396,027			
		c Net income or (loss) from sales of inventory . . .		80,424	79,424	1,000	
	Miscellaneous Revenue		Business Code				
	11a	MISC INCOME	900099	67,133			67,133
	b						
	c						
	d	All other revenue					
	e	Total. Add lines 11a-11d		67,133			
	12	Total revenue. See Instructions		137,363,728	5,163,483	105,407	-293,541

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 or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.		(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1	Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	7,601,028	7,601,028		
2	Grants and other assistance to individuals in the United States. See Part IV, line 22.	19,608	19,608		
3	Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.	60,585	60,585		
4	Benefits paid to or for members.	0			
5	Compensation of current officers, directors, trustees, and key employees.	2,746,004	1,059,953	1,258,368	427,683
6	Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0			
7	Other salaries and wages.	26,993,057	20,446,924	3,747,334	2,798,799
8	Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	1,744,590	1,300,792	255,418	188,380
9	Other employee benefits.	2,362,401	1,702,392	438,536	221,473
10	Payroll taxes.	2,152,396	1,660,347	280,278	211,771
11	Fees for services (non-employees):				
a	Management.	0			
b	Legal.	597,724	275,073	156,782	165,869
c	Accounting.	113,629		113,629	
d	Lobbying.	180,000	180,000		
e	Professional fundraising services. See Part IV, line 17.	1,995,651			1,995,651
f	Investment management fees.	29,260		29,260	
g	Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O).	7,247,158	4,224,123	2,016,804	1,006,231
12	Advertising and promotion.	2,011,926	1,057,274	3,550	951,102
13	Office expenses.	11,694,222	5,963,843	2,851,007	2,879,372
14	Information technology.	5,270,659	4,665,626	348,128	256,905
15	Royalties.	0			
16	Occupancy.	1,448,259	844,124	350,628	253,507
17	Travel.	6,923,236	6,005,168	328,833	589,235
18	Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19	Conferences, conventions, and meetings.	482,645	302,229	85,925	94,491
20	Interest.	748	748		
21	Payments to affiliates.	0			
22	Depreciation, depletion, and amortization.	2,519,847	2,438,367	40,739	40,741
23	Insurance.	320,171	218,486	58,067	43,618
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	BAD DEBT EXPENSE	11,420	11,420		
b	SUBSCRIPTION, DUES, TRAINING	369,895	64,714	182,185	122,996
c	PRINTING AND PRODUCTION	21,776,065	7,777,396	3,190,012	10,808,657
d	PROGRAM SUPPLIES / SUPPORT	15,806,001	15,806,001		
e	All other expenses	5,180,359	4,692,383	125,539	362,437
25	Total functional expenses. Add lines 1 through 24e.	127,658,544	88,378,604	15,861,022	23,418,918
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).	30,973,251	10,124,021	6,814,373	14,034,857

Part X

Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

				(A)		(B)
				Beginning of year		End of year
Assets	1	Cash—non-interest-bearing		0	1	0
	2	Savings and temporary cash investments		23,819,505	2	22,966,734
	3	Pledges and grants receivable, net		17,431,064	3	23,472,830
	4	Accounts receivable, net		211,640	4	287,376
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		0	5	0
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L		0	6	0
	7	Notes and loans receivable, net		0	7	0
	8	Inventories for sale or use		5,296,866	8	4,316,807
	9	Prepaid expenses and deferred charges		1,907,133	9	2,180,393
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a20,900,840			
	b	Less accumulated depreciation	10b14,058,823	7,759,666	10c	6,842,017
	11	Investments—publicly traded securities		12,289,772	11	12,604,753
	12	Investments—other securities See Part IV, line 11		0	12	0
	13	Investments—program-related See Part IV, line 11		1,815,137	13	5,950,000
	14	Intangible assets		0	14	0
	15	Other assets See Part IV, line 11		0	15	0
	16	Total assets. Add lines 1 through 15 (must equal line 34)		70,530,783	16	78,620,910
Liabilities	17	Accounts payable and accrued expenses		11,833,915	17	10,111,459
	18	Grants payable		0	18	0
	19	Deferred revenue		471,852	19	367,288
	20	Tax-exempt bond liabilities		0	20	0
	21	Escrow or custodial account liability Complete Part IV of Schedule D		0	21	0
	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		0	22	0
	23	Secured mortgages and notes payable to unrelated third parties		0	23	0
	24	Unsecured notes and loans payable to unrelated third parties		0	24	0
	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		0	25	0
	26	Total liabilities. Add lines 17 through 25		12,305,767	26	10,478,747
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		43,037,854	27	51,785,910
	28	Temporarily restricted net assets		15,162,162	28	16,331,253
	29	Permanently restricted net assets		25,000	29	25,000
	Organizations that do not follow SFAS 117 (ASC 958), check here ☐ and complete lines 30 through 34.					
	30	Capital stock or trust principal, or current funds			30	
	31	Paid-in or capital surplus, or land, building or equipment fund			31	
	32	Retained earnings, endowment, accumulated income, or other funds			32	
	33	Total net assets or fund balances		58,225,016	33	68,142,163
	34	Total liabilities and net assets/fund balances		70,530,783	34	78,620,910

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	137,363,728
2	Total expenses (must equal Part IX, column (A), line 25)	2	127,658,544
3	Revenue less expenses Subtract line 2 from line 1	3	9,705,184
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	58,225,016
5	Net unrealized gains (losses) on investments	5	211,963
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	
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	68,142,163

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
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		No
2b	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	Yes	
2c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O	Yes	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	Yes	
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	Yes	

SCHEDULE A

(Form 990 or 990EZ)

Department of the
Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**
▶ **Information about Schedule A (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization UNITED SERVICE ORGANIZATIONS INC	Employer identification number 13-1610451
--	--

Part I

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

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

- 1

☐

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

☐

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

☐

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

☐

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

☐

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

☐

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

☒

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

☐

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

☐

An organization that normally receives (1) more than 33¹/₃% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33¹/₃% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)
- 10

☐

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

☐

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

a

☐

Type I

b

☐

Type II

c

☐

Type III - Functionally integrated

d

☐

Type III - Non-functionally integrated

e

☐

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

f

☐

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

g

☐

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

(i)

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

(ii)

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

(iii)

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

h

☐

Provide the following information about the supported organization(s)

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

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

Part II

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

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")	100,897,551	119,578,427	126,279,553	124,866,183	132,388,379	604,010,093
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 Total. Add lines 1 through 3	100,897,551	119,578,427	126,279,553	124,866,183	132,388,379	604,010,093
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)						0
6 Public support. Subtract line 5 from line 4						604,010,093

Section B. Total Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	100,897,551	119,578,427	126,279,553	124,866,183	132,388,379	604,010,093
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	1,597,763	217,420	373,179	296,671	298,111	2,783,144
9 Net income from unrelated business activities, whether or not the business is regularly carried on	111,649	114,098	136,573	80,856	105,407	548,583
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	685,403	1,353,667	89,657	67,941	-710,722	1,485,946
11 Total support (Add lines 7 through 10)						608,827,766
12 Gross receipts from related activities, etc. (see instructions)					12	13,302,477
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here						▶

Section C. Computation of Public Support Percentage		
14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	99 209 %
15 Public support percentage for 2012 Schedule A, Part II, line 14	15	98 540 %
16a 33 1/3% support test—2013. 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—2012. 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—2013. 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—2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	▶	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	▶	

Part IIISupport Schedule for Organizations Described in Section 509(a)(2)
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support						
Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(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) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a 501(c)(3) organization, check this box and stop here ▶						

Section C. Computation of Public Support Percentage		
15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage		
17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	
19a 33 1/3% support tests—2013. 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—2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶		

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

Facts And Circumstances Test

Return Reference	Explanation	
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SCHEDULE C

(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527
▶ **Complete if the organization is described below.** ▶ **Attach to Form 990 or Form 990-EZ.**
▶ **See separate instructions.** ▶ **Information about Schedule C (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Open to Public Inspection

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

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

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

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

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

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

Name of the organization UNITED SERVICE ORGANIZATIONS INC	Employer identification number 13-1610451
--	--

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

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

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

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

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

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

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

Part II-A

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

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals												
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)															
b Total lobbying expenditures to influence a legislative body (direct lobbying)		180,000													
c Total lobbying expenditures (add lines 1a and 1b)		180,000													
d Other exempt purpose expenditures		127,478,544													
e Total exempt purpose expenditures (add lines 1c and 1d)		127,658,544													
f Lobbying nontaxable amount Enter the amount from the following table in both columns		1,000,000													
<table><tr><td>If the amount on line 1e, column (a) or (b) is:</td><td>The lobbying nontaxable amount is:</td></tr><tr><td>Not over \$500,000</td><td>20% of the amount on line 1e</td></tr><tr><td>Over \$500,000 but not over \$1,000,000</td><td>\$100,000 plus 15% of the excess over \$500,000</td></tr><tr><td>Over \$1,000,000 but not over \$1,500,000</td><td>\$175,000 plus 10% of the excess over \$1,000,000</td></tr><tr><td>Over \$1,500,000 but not over \$17,000,000</td><td>\$225,000 plus 5% of the excess over \$1,500,000</td></tr><tr><td>Over \$17,000,000</td><td>\$1,000,000</td></tr></table>		If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:	Not over \$500,000	20% of the amount on line 1e	Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000	Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000	Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000	Over \$17,000,000	\$1,000,000		
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:														
Not over \$500,000	20% of the amount on line 1e														
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000														
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000														
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000														
Over \$17,000,000	\$1,000,000														
g Grassroots nontaxable amount (enter 25% of line 1f)		250,000													
h Subtract line 1g from line 1a If zero or less, enter -0-															
i Subtract line 1f from line 1c If zero or less, enter -0-															
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?		☐ Yes ☐ No													

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

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) Total
2a Lobbying nontaxable amount	1,000,000	1,000,000	1,000,000	1,000,000	4,000,000
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000
c Total lobbying expenditures	180,000	180,011	180,000	180,000	720,011
d Grassroots nontaxable amount	250,000	250,000	250,000	250,000	1,000,000
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000
f Grassroots lobbying expenditures	0	0	0	0	0

Part II-B

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

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

Part III-A

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

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

Part III-B

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

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

Part IV

Supplemental Information

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.

Return Reference	Explanation
Schedule C, Part II-A, Line 1b	THE UNITED SERVICE ORGANIZATIONS, INC (USO,Inc) LOBBIES FOR CONGRESSIONAL APPROPRIATIONS AND ENSURES MEMBERS OF CONGRESS ARE ON ITS CAUCUS TO FOSTER RELATIONSHIPS WITH TROOPS

Part IV

[illegible]

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.** ▶ **Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.**

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization UNITED SERVICE ORGANIZATIONS INC	Employer identification number 13-1610451
---	---

Part I

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

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

Part II

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

1

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

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

2

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

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

3

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

4

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

5

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

☐ Yes ☐ No

6

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

7

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

8

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

☐ Yes ☐ No

9

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

Part III

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

1a

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

b

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

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

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

2

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

a

Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b

Assets included in Form 990, Part X

▶ \$ _____

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
- c

Beginning balance

d

Additions during the year

e

Distributions during the year

f

Ending balance
- | | |
|----|--------|
| | Amount |
| 1c | |
| 1d | |
| 1e | |
| 1f | |
- 2a

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

☐ Yes

☐ No
- b

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

☐

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

	(a)Current year	(b)Prior year	b (c)Two years back	(d)Three years back	(e)Four years back
1a Beginning of year balance	11,502,059	10,872,346	10,786,595	56,898,200	47,205,443
b Contributions				0	0
c Net investment earnings, gains, and losses	453,870	648,000	108,718	1,151,282	9,692,757
d Grants or scholarships				47,262,887	
e Other expenditures for facilities and programs				0	
f Administrative expenses	25,953	18,287	22,967	0	
g End of year balance	11,929,976	11,502,059	10,872,346	10,786,595	56,898,200

- 2

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

Board designated or quasi-endowment

99 790 %
- b

Permanent endowment

0 210 %
- c

Temporarily restricted endowment

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

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

3a(i)

Yes

No

(ii) related organizations

3a(ii)

Yes
- b

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

3b

Yes
- 4

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

Part VI Land, Buildings, and Equipment. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b)Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		9,684,727	5,819,892	3,864,835
d Equipment		3,672,987	2,877,633	795,354
e Other		7,543,126	5,361,298	2,181,828
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				6,842,017

Part XI

Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

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

Part XII

Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered 'Yes' to Form 990, Part IV, line 12a.

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

Part XIII

Supplemental Information

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.

Return Reference	Explanation
Schedule D, Part V, Line 4	THE BOARD DESIGNATED PORTION OF THE ENDOWMENT IS RESTRICTED TO ASSIST THE USO, INC. IN DELIVERING ITS PROGRAMS AND SERVICES FOR MANY YEARS INTO THE FUTURE. THESE BOARD DESIGNATED CONTRIBUTIONS AND INVESTMENT EARNINGS ARE AVAILABLE TO FUND OPERATIONS, HOWEVER, CONTRIBUTIONS/EARNINGS HAVE NOT BEEN SPENT TO DATE.
Schedule D, Part X, Line 2	The USO is exempt from federal income tax under Section 501(a) of the Internal Revenue Code (IRC) of 1986, as amended, as an organization described in IRC Section 501(c)(3). However, income generated from activities unrelated to the USO's exempt purpose is subject to tax under IRC Section 511. The USO did not have any material unrelated business income tax liability for the years ended December 31, 2013 and 2012. Therefore, no tax liability has been provided in the accompanying consolidated financial statements. US GAAP requires that a tax position be recognized or derecognized based on a "MORE LIKELY THAN NOT" THRESHOLD. THIS APPLIES TO POSITIONS TAKEN OR expected to be taken in a tax return. The USO does not believe its consolidated financial statements include any uncertain tax positions for the open tax years.

[illegible]

SCHEDULE F
(Form 990)

Department of the Treasury
Internal Revenue Service

Statement of Activities Outside the United States

► Complete if the organization answered "Yes" to Form 990,
Part IV, line 14b, 15, or 16.
► Attach to Form 990. ► See separate instructions.
► Information about Schedule F (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
UNITED SERVICE ORGANIZATIONS INC

Employer identification number
13-1610451

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

- 1 For grantmakers.Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.
- 3 Activites per Region (The following Part I, line 3 table can be duplicated if additional space is needed)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e g , fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
East Asia and the Pacific	20	61	Program Services	OP of USO CenterS	4,514,898
Europe (Including Iceland and Greenland)	20	74	Program Services	OP of USO CenterS	6,978,447
Middle East and North Africa	5	29	Program Services	OP of USO CenterS	5,263,481
South Asia	9	34	Program Services	OP of USO CenterS	4,817,982
3a Sub-total	54	198			21,574,808
b Total from continuation sheets to Part I					
c Totals (add lines 3a and 3b)	54	198			21,574,808

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
			Europe (Including Iceland and Greenland)	EVENT SUPPORT	60,585				

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter **1**

3 Enter total number of other organizations or entities

Part III

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
---------------------------------	------------	--------------------------	--------------------------	---------------------------------	-----------------------------------	--	---

Part IV Foreign Forms

- 1

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

☐

Yes

☒

No
- 2

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

☐

Yes

☒

No
- 3

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

☐

Yes

☒

No
- 4

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

☐

Yes

☒

No
- 5

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

☐

Yes

☒

No
- 6

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

☐

Yes

☒

No

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

Schedule F (Form 990) 2013

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding
Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.
▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
UNITED SERVICE ORGANIZATIONS INC

Employer identification number
13-1610451

Part I 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.

1

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

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

2a

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

☒ Yes ☐ No

b

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Worth Linen Associates 535 Fifth Ave 31st Floor New York, NY 10017	DR Program		No	63,476,351	3,786,799	59,689,552
OMP Direct 1133 19th St NW Washington, DC 20036	DR Web program		No	2,011,559	308,000	1,703,559
Mindset Direct LLC 1700 N Jefferson St Suite 200 Arlington, VA 22205	Consulting Campaign		No		213,500	
Public Interest Communicatio 7700 Leesburg Pike Ste 301 North Falls Church, VA 22043	Telemktg		No		116,883	
The Pollack PR Marketing Gro 1901 Avenue of the Stars Ste 1040 Los Angeles, CA 90067	PR/Mktg		No		75,000	
Datoc Witten Group 13145 Applegrove Lane Herndon, VA 20171	Consulting		No		35,000	
By the Horns Inc 300 Carlsbad Village Dr Ste 108a Carlsbad, CA 92008	DR TV		No		43,912	
ANNE LEWIS STRATEGIES LLC 901 NEW YORK AVE NW SUITE 470 EAST WASHINGTON, DC 20001	DR WEB		No	3,845,439	104,633	3,740,806
INFOCISION 325 SPRINGSIDE DRIVE AKRON, OH 44333	DR TV		No		15,521	
RISING TIDE INTERACTIVE LLC 133 19TH ST NW STE 301 WASHINGTON, DC 20036	CONSULTING		No	1,164,995	63,000	1,101,995
Total ▶				70,498,344	4,762,248	66,235,912

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

AL, AK, AZ, AR, CA, CO, CT, DC, FL, GA, HI, IL, KS, KY, ME, MD, MA, MI, MN, MS, MO, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		<u>GALA</u> (event type)	<u>DFW PATS DINNER</u> (event type)	<u>39</u> (total number)	(add col (a) through col (c))
Revenue	1	Gross receipts	1,382,254	456,075	1,147,956
	2	Less Contributions	1,268,444	443,535	772,688
	3	Gross income (line 1 minus line 2)	113,810	12,540	375,268
Direct Expenses	4	Cash prizes			
	5	Noncash prizes			
	6	Rent/facility costs	1,335	142,915	144,250
	7	Food and beverages	274,571	19,822	135,987
	8	Entertainment	6,973	2,000	45,217
	9	Other direct expenses	503,895	900	145,858
	10	Direct expense summary Add lines 4 through 9 in column (d) ▶			
	11	Net income summary Subtract line 10 from line 3, column (d) ▶			

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

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue	1	Gross revenue			
Direct Expenses	2	Cash prizes			
	3	Non-cash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	
	7	Direct expense summary Add lines 2 through 5 in column (d) ▶			
	8	Net gaming income summary Subtract line 7 from line 1, column (d) ▶			

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 _____

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 distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$ _____

Part IV Supplemental Information. 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).

Return Reference	Explanation
SCHEDULE G, PART IV	Worth Linen Associates 535 Fifth Avenue, 31st Fl New York, NY 10017 OMP Direct 1133 19th street, NW, Suite 300 Washington, DC 20036 MINDSET DIRECT, LLC 1700 N JEFFERSON ST, SUITE 200 ARLINGTON, VA 22205 PUBLIC INTEREST COMMUNICATIONS, INC 7700 LEESBURG PIKE, SUITE 301 NORTH FALLS CHURCH, VA 22043 THE POLLACK PR MARKETING GROUP 1901 AVENUE OF THE STARS, SUITE 1040 LOS ANGELES, CA 90067 DATOC WITTEN GROUP 13145 APPLLEGROVE LANE HERNDON, VA 20171 BY THE HORNS, INC 300 CARLSBAD VILLAGE DR , SUITE 108A, #77 CARLSBAD, CA 92008 ANNE LEWIS STRATEGIES LLC 901 NEW YORK AVE NW, SUITE 470 EAST WASHINGTON, DC 20001 INFOCISION 325 SPRINGSIDE DRIVE AKRON, OH 44333

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

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public
Inspection

Name of the organization
UNITED SERVICE ORGANIZATIONS INC

Employer identification number
13-1610451

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.

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
See Additional Data Table							

2

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

48

3

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

Part III

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

(a)Type of grant or assistance	(b)Number of recipients	(c)Amount of cash grant	(d)Amount of non-cash assistance	(e)Method of valuation (book, FMV, appraisal, other)	(f)Description of non-cash assistance
(1) USO Desert Storm Education Fund	3	19,608			

Part IV

Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

Return Reference	Explanation
Schedule I, Part I, Line 2	THE USO, INC GRANT FUNDS ARE MONITORED WITH PERIODIC REPORTING IN ACCORDANCE WITH THE FORMS AND SCHEDULES SET FORTH IN THE RELATED POLICIES AND PROCEDURE MANUALS REGULARLY REQUIRED REPORTS INCLUDE FINANCIAL REPORTS AND PROGRAM ACTIVITY REPORTS
Schedule I, Part I, Line 3	PROVIDE CARE PACKAGES, TELEPHONE CARDS AND OTHER MEANS OF COMMUNICATION TO ALLOW MILITARY PERSONNEL ACCESS TO THEIR FAMILIES WHILE AWAY FROM HOME PROMOTE INTERCULTURAL UNDERSTANDING AND ORIENTATION TO NEW COMMUNITIES, CULTURAL AND HISTORICAL TOURS INTO LOCAL INTERNATIONAL COMMUNITIES PROVIDE FAMILY AND COMMUNITY RECREATION, REFRESHMENTS, HOLIDAY ACTIVITIES, VIDEOS, MUSIC AND LITERATURE PROVIDE LANGUAGE TRANSLATION, TRANSPORTATION OPTIONS, CURRENCY CONVERSION, AREA MAPS AND GUIDANCE

Additional Data

Software ID:

Software Version:

EIN: 13-1610451

Name: UNITED SERVICE ORGANIZATIONS INC

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
USO of South Texas PO BOX 7 Corpus Christi, TX 78403	74-1478872	501(c)(3)	28,796				Revenue Share Revenue Share/Event Support Revenue Share/Event Support Revenue Share Revenue Share/Event Support Revenue Share/Event Support Revenue Share/Event Support Revenue Share/Event Support Revenue Share Revenue Share/Program Support Revenue Share/Program Support Revenue Share/Gala Revenue Share/Program and Event Support Revenue Share/Program Support/Gala Revenue Share Revenue Share Revenue Share Revenue Share/Program Support Revenue Share/Program Support Program Support Program Support for Warrior Ride Program Grant Program Support Program Support for Bereavement Camps Event Support Wounded Warrior Education Programs Event Support Event Support Event Support Program Grant Program Grant Program Grant Program Grant Program Grant Event Support Event Support Event Support Program Support Desert Storm Scholarships Wounded Warrior and Family Care Center Furniture and Fixtures (WWFCC)
USO Greater Los Angeles 203 World Way W STE 200 Los Angeles, CA 90045	95-2302811	501(c)(3)	319,287				Revenue Share /
USO Georgia PO BOX 20963 201 New Bridge Street Atlanta, GA 30320	58-0917673	501(c)(3)	190,263				Revenue Share /
USO Greater Jacksonville PO BOX 108 Bldg 1050 Jacksonville, FL 32212	59-1052424	501(c)(3)	110,522				Revenue Share
USO Hampton Roads PO BOX 7250 Hampton, VA 23666	54-1305517	501(c)(3)	179,597				Revenue Share /
USO Illinois 330 S Wabash Ave 16th Fl Chicago, IL 60604	36-2349617	501(c)(3)	153,560				Revenue Share /
USO Metropolitan DC 228 McNair RD BLd 405 Fort Myer, VA 22211	53-0204665	501(c)(3)	600,242				Revenue Share /
USO Metropolitan NY 625 8th AVE N New York, NY 10018	13-2500122	501(c)(3)	292,368				Revenue Share /
USO Missouri 10701 Lambert Intl BLV St Louis, MO 63145	43-1237410	501(c)(3)	94,818				Revenue Share
USO Pioneer Valley 100 Walker Ave Box 33 Chicopee, MA 01022	04-2318250	501(c)(3)	41,007				Revenue Share /

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
USO Pennsylvania & South NJ PHIL INTL AIRPORT TERM D Philadelphia,PA 19153	23-1426011	501(c)(3)	244,631				Revenue Share /
USO Northwest Sea-Tac INTL Airport 17801 Seattle,WA 98158	91-0573116	501(c)(3)	145,336				Revenue Share /
USO San Diego Downtown CTR 303 A ST STE 100 San Diego,CA 92101	95-1644030	501(c)(3)	139,337				Revenue Share /
USO North Carolina PO Box 298 Jacksonville,NC 28541	56-0532315	501(c)(3)	104,929				Revenue Share /
USO Central Ohio PO Box 13176 Columbus,OH 43213	31-4401239	501(c)(3)	103,993				Revenue Share
USO Indiana 711 N Pennsylvania St Indianapolis,IN 46204	20-8349270	501(c)(3)	62,587				Donation
USO Northern Ohio 20637 Emerald PKY Cleveland,OH 44135	34-6006829	501(c)(3)	47,374				Donation
USO Central Florida 4100 George J Bean PKY Ste 2441 Tampa,FL 33607	37-1664582	501(c)(3)	59,473				Revenue Share /
USO Wisconsin 11050 W Liberty Dr Milwaukee,WI 53224	39-1703157	501(c)(3)	20,331				Revenue Share /
Airpower Foundation PO Box 8728 Fort Worth,TX 76124	75-2828493	501(c)(3)	75,000				Program Support

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
Military Family Lifestyle Charitable Foundation 13620 Reese Blv STE 100 Huntersville, NC 28078	20-5416722	501(c)(3)	10,000				Program Support
National Military Family Associtaion 2500 N Van Dorn St 102 Alexandria,VA 22302	52-0899384	501(c)(3)	200,000				Program Support
Renovating Hope Inc PO Box 438 Westtown,PA 19395	80-0600071	501(c)(3)	75,000				Program Support
The Moyer Foundation 2426 32nd Ave W Ste 200 Seattle,WA 98199	91-2065051	501(c)(3)	52,500				Program Support
Tragedy Assistance Program for Survivors 3033 Wilson Blv Ste 630 Arlington,VA 22201	92-0152268	501(c)(3)	275,000				Program and Event Support
Wyakin Warrior Foundation 9249 W Bay Stream Ct Garden City,ID 83714	27-1674941	501(c)(3)	237,500				Program Support
Snowball Express 1333 Corporate DR STE 105 Irving,TX 75038	20-5627830	501(c)(3)	25,000				Event Support
Blue Sky Foundation Inc 15910 Lisbon CT Wellington,FL 33414	26-1886137	501(c)(3)	16,250				Event Support
Fisher House Foundation 111 Rockville PK Ste 420 Rockville,MD 20850	11-3158401	501(c)(3)	10,000				Program Support
Gary Sinise Foundation 12001 Ventura Pl Ste 201 Studio City,CA 91604	80-0587086	501(c)(3)	25,000				Program Support

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
Georgetown University 640 Massachusetts Ave Washington,DC 20001	53-0196603	501(c)(3)	12,000				Program Support
Health Alliances Foundation 410 S Rampart St Ste 390 Las Vegas,NV 89145	68-0644468	501(c)(3)	14,000				Program Support
Project Sanctuary PO Box 1563 Granby,CO 80446	26-1410596	501(c)(3)	170,000				Program Support
United States Olympic Committee One Olympic PLZ Colorado Springs,CO 80909	13-1548339	501(c)(3)	75,000				EVENT SUPPORT
Vail Veterans Program PO Box 6473 Vail,CO 81658	20-5254885	501(c)(3)	10,000				EVENT SUPPORT
Wreaths Across America PO box 249 Columbia Falls,ME 04623	20-8362270	501(c)(3)	20,000				PROGRAM SUPPORT
United States Department of the Army	53-0204665			673,528			WOUNDED WARRIOR AND
USO Metropolitan DC 228 McNair Road BLD 405 Fort Myer,VA 22211		501(c)(3)		1,469,803			FF&E
ARMED SERVICES YMCA OF THE USA 7405 ALBAN STATION CT STE B215 SPRINGFIELD,VA 22150	36-3274346	501(c)(3)	36,640				PROGRAM SUPPORT
ASPEN POINTE ENTERPRISES 220 RUSKIN DRIVE COLORADO SPRINGS,CO 80910	90-0528134	501(c)(3)	102,000				PROGRAM SUPPORT

Form 990,Schedule I, Part II, Grants and Other Assistance to Governments and Organizations in the United States

(a) Name and address of organization or government	(b) EIN	(c) IRC Code 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
EASTER SEALS INC 1420 SPRING ST SILVER SPRING,MD 20910	36-2171729	501(c)(3)	7,614				PRO GRAM Support
FITNESS CHALLENGE FOUNDATION (DBA RIDE 2 RECOVERY) 23679 CALABASAS RD CALABASAS,CA 91302	20-2252840	501(c)(3)	325,457				PROGRAM SUPPORT
HIRE HEROES USA 100 NORTH POINT CTR E STE 200 ALPHARETTA,GA 30022	43-1562688	501(c)(3)	375,937				PROGRAM SUPPORT
RIVERS OF RECOVERY PO BOX 22326 EAGAN,MN 55122	26-2260491	501(c)(3)	74,168				PROGRAM SUPPORT
STRONGER FAMILIES PO BOX 40584 BELLEVUE,WA 98015	94-3080306	501(c)(3)	255,180				PROGRAM SUPPORT
COMMANDER NAVY REGION SOUTHEAST MWR BOX 14D BLDG 919 LANGLEY ST JACKSONVILLE,FL 32212	20-1664531		15,000				FREEDOM FESTIVAL SUPPORT
IRAQ AND AFGHANISTAN VETERANS OF AMERICA 292 MADISON AVE 10TH FLOOR NEW YORK,NY 10017		501(c)(3)	10,000				EVENT SUPPORT
PROJECT HEALING WATERS FLY FISHING INC PO BOX 695 LA PLATA,MD 20646	61-1518154	501(c)(3)	10,000				EVENT SUPPORT

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.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
UNITED SERVICE ORGANIZATIONS INC

Employer identification number
13-1610451

Part I

Questions Regarding Compensation

	Yes	No
1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items ☐ First-class or charter travel ☒ Travel for companions ☐ Tax idemnification and gross-up payments ☐ Discretionary spending account ☐ Housing allowance or residence for personal use ☐ Payments for business use of personal residence ☐ Health or social club dues or initiation fees ☐ Personal services (e g , maid, chauffeur, chef)		
b If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	1bYes	
2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	2Yes	
3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director Check all that apply Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III ☒ Compensation committee ☒ Independent compensation consultant ☒ Form 990 of other organizations ☒ Written employment contract ☒ Compensation survey or study ☒ Approval by the board or compensation committee		
4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization		
a Receive a severance payment or change-of-control payment?	4aYes	
b Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b	No
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	4c	No
Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.		
5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of		
a The organization?	5a	No
b Any related organization? If "Yes," to line 5a or 5b, describe in Part III	5b	No
6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of		
a The organization?	6a	No
b Any related organization? If "Yes," to line 6a or 6b, describe in Part III	6b	No
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	7Yes	
8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53 4958-4(a)(3)? If "Yes," describe in Part III	8	No
9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	9	

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

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

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

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
See Additional Data Table								

Part III Supplemental Information

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.

Return Reference	Explanation
Schedule J, Part I, Line 1a	THE PRESIDENT AND CEO OF THE USO, INC. MAY BE ACCOMPANIED BY HIS/HER SPOUSE ON OFFICIAL BUSINESS OF THE USO, INC. IF SPECIFIC BUSINESS PURPOSE IS SUPPORTED. SPOUSAL/COMPANION/FAMILY TRAVEL BY OTHER EMPLOYEES IS NOT REIMBURSED BY THE USO, INC., UNLESS SPECIFICALLY AUTHORIZED BY THE CEO AND IN COMPLIANCE WITH IRS REGULATIONS. COACH IS THE AUTHORIZED CLASS OF TRAVEL. UPGRADES ARE ALLOWABLE BY EMPLOYEES UNDER THE FOLLOWING CIRCUMSTANCES: 1) THE EMPLOYEE PAYS THE DIFFERENCE IN FARE THEMSELVES OR USES AIR MILES FROM THEIR PERSONAL ACCOUNT; 2) MEDICAL CONDITIONS REQUIRE BUSINESS CLASS TRAVEL; 3) SAFETY, SERVICE AND ENVIRONMENT ARE CLEARLY INFERIOR; 4) BUSINESS CLASS TRAVEL IS ALLOWABLE FOR INTERNATIONAL TRAVEL (TRAVEL OUTSIDE OF HOME REGION) BY ALL STAFF WHEN TOTAL FLIGHT TIME EXCEEDS 6 HOURS.
Schedule J, Part I, Line 4a	SEVERANCE IN THE AMOUNT OF \$90,000 WAS PAID TO CATHERINE MARTENS DUE TO HER DEPARTURE IN THE ROLE AS THE VICE PRESIDENT, CORPORATE DEVELOPMENT.
Schedule J, Part I, Line 7	The amounts shown in Part II, Column B (II) for the key employees were paid based on 2013 achievement of organizational goals and overall individual contributions and accomplishments and were reviewed by the Executive Committee of the Board. The amount shown in Part II, Column B (II) for the VPS WERE PAID BASED ON 2013 ACHIEVEMENTS AND WRITTEN PERFORMANCE PLANS AND APPROVED BY MANAGEMENT.

Additional Data

Software ID:
Software Version:
EIN: 13-1610451
Name: UNITED SERVICE ORGANIZATIONS INC

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

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
		(i) Base Compensation	(ii) Bonus & incentive compensation	(iii) Other compensation				
Sloan D Gibson President/CEO	(i) (ii)	367,705 0	115,000 0	19,374 0	21,294 0	23,108 0	546,481 0	0 0
John I Pray Jr EVP Chief of Staff	(i) (ii)	275,000 0	71,500 0	897 0	21,742 0	3,749 0	372,888 0	0 0
Philip Parisi Treasurer/ CFO	(i) (ii)	259,306 0	37,240 0	585 0	22,951 0	18,963 0	339,045 0	0 0
Frank Thorp SVP Marketing & Comms	(i) (ii)	138,005 0	0 0	14,542 0	13,791 0	3,770 0	170,108 0	0 0
Alan Reyes SVP, Operations	(i) (ii)	229,761 0	33,320 0	585 0	22,841 0	23,814 0	310,321 0	0 0
Kelli Seely SVP, Development	(i) (ii)	228,908 0	24,150 0	585 0	21,187 0	5,493 0	280,323 0	0 0
Tammy Heiser SVP, Human Resources	(i) (ii)	209,584 0	34,335 0	390 0	21,326 0	23,717 0	289,352 0	0 0
John Hanson SVP - EXECUTIVE OFFICE	(i) (ii)	204,631 0	0 0	2,574 0	18,900 0	19,094 0	245,199 0	0 0
Catherine Martens VP, Corporate Development	(i) (ii)	157,225 0	10,000 0	92,145 0	6,740 0	8,091 0	274,201 0	0 0
Craig Opel VP, Information Technology	(i) (ii)	192,741 0	25,006 0	2,568 0	19,708 0	4,330 0	244,353 0	0 0
Gena Fitzgerald VP, Communications	(i) (ii)	178,311 0	23,856 0	1,636 0	18,662 0	16,707 0	239,172 0	0 0
Bruce Burda Regional VP, Operations SWA	(i) (ii)	143,982 0	13,746 0	64,957 0	19,554 0	2,824 0	245,063 0	0 0
Marguerite Kirst VP, Marketing	(i) (ii)	174,212 0	18,194 0	546 0	15,441 0	10,455 0	218,848 0	0 0

SCHEDULE M
(Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

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

►Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
UNITED SERVICE ORGANIZATIONS INC

Employer identification number
13-1610451

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art—Works of art				
2 Art—Historical treasures				
3 Art—Fractional interests				
4 Books and publications	X		159,355	Cost/Selling Price
5 Clothing and household goods	X		2,701,549	Cost/Selling Price
6 Cars and other vehicles	X	7	364,179	Cost/Selling Price
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded	X	51	230,822	Fair Market Value
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory	X	2,269	2,789,768	Cost/Selling Price
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ► ()				
26 Other ►()				
27 Other ►()				
28 Other ► ()				

29

Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement

30a

During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

30a

Yes

No

b

If "Yes," describe the arrangement in Part II

31

Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

31

Yes

32a

Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

32a

Yes

b

If "Yes," describe in Part II

33

If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II

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

Cat No 51227J

Schedule M (Form 990) (2013)

Part II

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

Return Reference	Explanation
Part I, Line 32b	THE USO, INC WORKS WITH CAR PROGRAM LLC IN ORDER TO GENERATE FUNDRAISING REVENUE FROM DONATED VEHICLES CAR PROGRAM LLC ADMINISTERS THE ARRANGEMENT FOR TOWING, RECEIPT DISTRIBUTION, FOLLOW-UP SALES, TITLE PROCESSING, APPRAISAL (IF REQUIRED), SALE AT AUCTION OR DISMANTLER, AND DISTRIBUTION OF SALES USO, INC ALSO ENGAGES A BROKERAGE FIRM THAT IS AUTHORIZED TO SELL DONATED SECURITIES ON ITS BEHALF

2013

Open to Public
Inspection

SCHEDULE O

(Form 990 or 990-EZ)

Department of the Treasury

Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at
www.irs.gov/form990.

Name of the organization

UNITED SERVICE ORGANIZATIONS INC

Employer identification number

13-1610451

Return Reference	Explanation	
	FORM 990, PART III, LINE 4	For more than 73 years, the USO is the only private, non-profit organization that serves the U.S. military throughout their service, from the moment they join, through their deployments and as they transition back to their communities. We accomplish our mission by delivering highly valued programs, morale-boosting services and engaging entertainment that help them feel appreciated for their service. Our scope, scale, presence, reach and knowledge, and the resulting trust of the U.S. military, give the USO the unparalleled ability to meet the wide range of needs of troops and families. In a 2013 survey, troops and families agreed that the USO delivers just what they need - 97% say the USO boosts their morale - 95% say the USO shows our country supports them - 94% say the USO eases their separation from family and friends. The USO relies primarily on the generosity of individuals, organizations and corporations to support its activities. FORM 990, PART III, LINE 4A - USO Centers. For over 73 years, the USO has always been by the side of our troops and their families. At over 160 locations worldwide (82 direct reporting centers), we help Americans fill the gaps to ensure a more resilient, healthy and ready military community in order to protect our way of life. The USO is a private, non-profit organization that relies on the generosity of millions of donors. Americans can trust that our armed forces will keep us safe - we must do everything in our power to support them. The USO provides a warm and comforting place where troops and families can connect via Internet or telephone, play a video game, catch a movie, have a snack or just put their feet up and relax. USO provides support and comfort at these centers and wherever troops are serving - active duty troops - military families - troops in transition - wounded, ill and injured troops, their families and caregivers - families of the fallen. The USO also works with military commands in locations not served by a USO Center to meet location specific needs and provide support in a variety of settings and geographic regions. USO Day Rooms as well as respite and recreational support can be found at select transition command units at military bases and hospitals in the U.S. and overseas. Our impact is reflected in more than 8 million annual visits (6 million visits at direct reporting centers) in 2013 to USO centers from South Korea to Germany, from Okinawa to Afghanistan, at training bases and airports across the country and for those serving on ships and squadrons deployed around the world. Wherever troops and their families are, the USO is well postured to respond to emerging requests - In 2013, 121 USO locations (31 direct reporting centers) in the United States were visited more than 3.6 million times (more than 1.4 million times at direct reporting centers), providing USO Warrior and Family Care programs, No Dough Dinners for military families, and homecoming and deployment sendoffs - The 15 USO locations in Southwest Asia were visited more than 3.1 million times in 2013. The USO provides a connection to home through our private telephone network and multiple program offerings including health and wellness, tournaments, and United through Reading - The USO opened its second Warrior and Family Center on the grounds of Naval Service Activity Bethesda, the home of Walter Reed National Military Medical Center. The center is strategically located adjacent to Tranquility Hall - the warrior transition brigade's barracks - making it convenient for wounded, ill and injured troops and their families to take advantage of the facilities and USO Warrior and Family Care programs during the recovery process. The Bethesda center - which is more than 16,000 square feet - features the latest in technology and learning spaces along with unique spots to relax like a healing garden and a fireside lounge. A gaming room and a space dedicated to creative arts provide a setting for innovative programming. The first center is currently offering a comprehensive array of specialized services and programs in a supportive and home-like setting and has been visited more than 100,000 times by troops, their families and caregivers - More than 29,000 volunteers gave 1.5 million hours (more than 13,000 volunteers at direct reporting centers) in 2013 in service of troops and families. Eighty percent of USO volunteers polled cited "interaction with troops and their families" as their greatest reward. FORM 990, PART III, LINE 4B - Entertainment. Entertainment tours bring celebrities and performers who graciously donate their time to lift the spirits of our troops and their families around the world. In 2013, the USO deployed 123 celebrity entertainers on 103 tours to 12 states and 25 countries - including 14 tours to combat zones -- entertaining more than 262,509 troops and military families. USO tour veterans' passion for and support of our men and women in uniform and their families best exemplify

Return Reference	Explanation	
	FORM 990, PART III, LINE 4	mplifies the ideals and mission of the USO being by their side wherever they serve FORM 990, PART III, LINE 4C - Active Duty and Military Family Programs For more than 73 years, the USO has accomplished our mission by delivering highly valued programs and morale-boost ing services that help them feel appreciated for their service USO Programs provides supp ort and comfort through distributing care packages, electronic gaming, sports/musical equi pment and personal care items to deployed troops and troops in remote locations In 2013, more than 70,000 care packages, 160 USO2Go bundles, and 275 holiday boxes were delivered t o troops including those in remote areas of the world Provide connectivity with friends a nd family through a private phone netw ork that allows troops to make free calls home, acce ss to computers with free high speed internet bandwidth, and internet access for their own computers, as well as, distribute free international pre-paid calling cards In 2013, the USO shipped phone cards to more than 417 locations around the globe In Southw est Asia al one, more than 20 million minutes were logged in free talk time for our service men and wo men in 2013 Provide support for military children to help families deal with the challeng es of deployments and homecomings by connecting a deployed parent with their children back home through United Through Reading (over 31,000 recordings sent in 2013), through distri bution of more than 47,000 With You All the Way kits that help children cope with deployme nts and when a parent returns home "different" and other various programs OTHER PROGRAM S ERVICE ACTIVITIES FORM 990, PART III, LINE 4D DESCRIPTION GRANTS EXPENSES PROVIDE AWARENES S AND OUTREACH PROGRAMS \$ 18,251,235 WARRIOR AND FAMILY CARE PROGRAMS \$ 2,468,581 \$ 4,067, 200 TOTAL \$ 2,468,581 \$ 22,318,435 Members or Stockholders Form 990, Part VI, Line 6 The m embership of the USO, INC shall consist of two classes of members 1) Voting members cons isting of Members of THE USO, INC 's Board of Governors during their term of service 2) Non-voting members consisting of members of the armed forces of the United States currently on active duty, representatives, as may be designated by THE USO, INC 's Board of Governo rs, from the Organizations set forth in THE USO, INC 's congressional charter, up to nine persons designated by the President of the United States, their term of membership being c onterminous with such President's incumbency, and any other persons who meet the criteria established by the Board of Governors for Membership other persons who meet the criteria established by the Board of Governors for Membership

Return Reference	Explanation
Form 990, Part VI, Line 7a	At the annual meeting, the voting members shall elect members of the Board of Governors and take such other action as may be appropriately submitted to them by the Board of Governors. Election of the Board of Governors, or action on any other matters, shall be by the affirmative vote of the majority of voting members present in person or by proxy and entitled to vote at the meeting, provided those present in person or by proxy constitute a quorum. Additionally, up to six persons appointed by the President of the United States, their term being conterminous with such president's incumbency, may serve on the Board of Governors.

Return Reference	Explanation
Form 990, Part VI, Line 11b	A copy of the draft 990 was provided to all board members, officers, and key employees prior to its filing with the IRS. The process was conducted in April and May 2014. Meeting minutes reflect the review and discussion of the IRS Form 990 at the finance committee meeting held in May. An outside accounting firm prepares and reviews the Form 990.

Return Reference	Explanation
Form 990, Part VI, Line 12c	The conflict of interest policy is the policy that requires THE USO, INC 's Governors, Officers, and other employees to avoid any situation which may constitute a conflict of interest, that is, any situation which an individual uses or could use his or her position with THE USO, INC for personal gain to an individual, members of the individual's family, or other organizations with whom the individual is affiliated, to the actual or potential detriment of the USO, INC The Board of Governors has established a policy with reference to conflicts of interest applicable to the Board of Governors Disclosure of potential conflicts are reviewed by CEO, CFO and outside counsel Any individuals that have a conflict of interest are prohibited from deliberations and voting on a transaction

Return Reference	Explanation
Form 990, Part VI, Lines 15a and 15b	The compensation is established by the USO, INC Board of Governors after an independent, outside review of industry surveys, compensation studies and other data to ensure that executive compensation is within the range of that paid to comparable executives of comparable organizations for comparable services and therefore reasonable. These reviews are performed on a biannual basis by an independent outside consultant for the following positions: CEO, CFO, SVP Entertainment/Programs, SVP Operations, SVP Executive Office, SVP Development, SVP Marketing and Communications, SVP HR, and Chief of Staff. The last review was performed in 2012 for all positions listed and all positions' compensation was found to be within the range for comparable executives at comparable organizations. For all other positions, the USO, Inc obtains compensation surveys to establish appropriate salary ranges every 1-2 years or earlier if needed.

Return Reference	Explanation
Form 990, Part VI, Line 19	Financial statements are made available on the USO, INC website The Governing documents and conflict of interest policies are made available upon request

Return Reference	Explanation
Form 990, Part VIII, Line 8c	Net income from fundraising events is \$1,706,812 of which \$596,815 is attributable to the annual USO Gala. The presentation of net loss from fundraising events of \$777,855 as shown on Part VIII, Line 8C needs additional explanation due to the exclusion of the portion of gross receipts that are considered contributions. These amounts are reported as fundraising events contributions on Part VIII, Line 1C. The contribution portion is calculated as the difference between the contributor's payment and the retail value of what is provided from the fundraising event.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.
▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization
UNITED SERVICE ORGANIZATIONS INC

Employer identification number
13-1610451

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33.					
(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.							
(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) USO Foundation 2111 Wilson Blvd Suite 1200 Arlington, VA 22201 20-8861567	Chantable	VA	501(c)(3)	11	USO Inc	Yes	

Part III

Identification of Related Organizations Taxable as a Partnership

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.

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

Part IV

Identification of Related Organizations Taxable as a Corporation or Trust

Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.

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

Part V

Transactions With Related Organizations

Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

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

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

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

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

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

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

e Loans or loan guarantees by related organization(s)

f Dividends from related organization(s)

g Sale of assets to related organization(s)

h Purchase of assets from related organization(s)

i Exchange of assets with related organization(s)

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

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

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

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

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

o Sharing of paid employees with related organization(s)

p Reimbursement paid to related organization(s) for expenses

q Reimbursement paid by related organization(s) for expenses

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

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

Yes

No

1a

1b

1c

1d

1e

1f

1g

1h

1i

1j

1k

1l

1m

1n

1o

1p

1q

1r

1s

No

No

No

No

No

No

No

No

No

No

No

No

Yes

Yes

No

No

No

No

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

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) USO Foundation	N	7,175	FMV
(2) USO Foundation	O	47,683	FMV

Schedule R (Form 990) 2013

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

[illegible]

Part VII

Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions)

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

Additional Data

Software ID:
Software Version:
EIN: 13-1610451
Name: UNITED SERVICE ORGANIZATIONS INC

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Sloan D Gibson President/CEO	60 0	X		X				502,079	0	44,402
Gen Richard B Myers Chairman / Director	2 0	X		X				0	0	0
Jed Becker Director	2 0 1 0	X						0	0	0
Raymond Caldiero Director	2 0	X						0	0	0
Tom R Del Valle Director	1 0	X						0	0	0
Hon Gordan England Director	1 0	X						0	0	0
SgtMaj John Estrada Director	1 0	X						0	0	0
William M Gershen Director	1 0	X						0	0	0
James Hamilton Director	2 0	X						0	0	0
Dr Maynard Howe Director	1 0	X						0	0	0
John Suttle Director	1 0	X						0	0	0
Gen Jim Jones Director	1 0	X						0	0	0
Curt Kolcun Director	1 0	X						0	0	0
Marilynn A Hewson Director	1 0	X						0	0	0
Debra Langford Director	2 0	X						0	0	0
Beatriz R Perez Director	1 0	X						0	0	0
Thomas E Vice Director	2 0	X						0	0	0
Robert A Martinez Director	1 0	X						0	0	0
David J McIntyre Director	2 0	X						0	0	0
ED WILSON Director	1 0	X						0	0	0
Curt Motley Director	1 0	X						0	0	0
Lisa Borin Ogden Director	1 0	X						0	0	0
Michael H O'Shea Director	1 0	X						0	0	0
Janice Emmert Director	1 0	X						0	0	0
Michael Phelps Director	1 0	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors										
(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Kenneth O Preston	1 0	X						0	0	0
Director										
Lt Gen Harry D Raduege	2 0	X						0	0	0
Director										
Leonel R Roche	1 0	X						0	0	0
Director										
Karl-Heinz Stahl	1 0	X						0	0	0
Director										
Gen George Casey	2 0	X						0	0	0
Director										
Sue Timken	1 0	X						0	0	0
Director										
Louis A Weil	1 0	X						0	0	0
Director										
Alicia Williamson	1 0	X						0	0	0
Director										
William D Lynn III	1 0	X						0	0	0
Director										
ED REILLY	2 0	X						0	0	0
DIRECTOR	1 0									
Philip Parisi	50 0			X				297,131	0	41,914
Treasurer/ CFO	2 0									
Jennifer Giglio	40 0			X				113,156	0	19,200
Exec/ Board Liason/ Secretary	1 0									
John I Pray Jr	50 0				X			347,397	0	25,491
EVP Chief of Staff										
Frank Thorp	50 0				X			152,547	0	17,561
SVP Marketing & Comms										
Alan Reyes	50 0				X			263,666	0	46,655
SVP, Operations										
Kelli Seely	50 0				X			253,643	0	26,680
SVP, Development										
Tammy Heiser	50 0				X			244,309	0	45,043
SVP, Human Resources										
John Hanson	50 0				X			207,205	0	37,994
SVP - EXECUTIVE OFFICE										
Catherine Martens	40 0					X		259,370	0	14,831
VP, Corporate Development										
Craig Opel	40 0					X		220,315	0	24,038
VP, Information Technology										
Gena Fitzgerald	40 0					X		203,803	0	35,369
VP, Communications										
Bruce Burda	40 0					X		222,685	0	22,378
Regional VP, Operations SWA										
Marguente Kirst	40 0					X		192,952	0	25,896
VP, Marketing										